



July 6, 2020

National Stock Exchange of India Limited

Listing Department,
Exchange Plaza, Bandra Kurla Complex,
Bandra (East), Mumbai – 400 051.

BSE Limited

Department of Corporate Services,
Floor 25, Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400 001.

Company Symbol: ICIL

Scrip Code No.: 521016

Dear Sir/Madam,

Sub: Public Notice & Newspaper Advertisement -31st AGM of the Company to be held through Video Conferencing (VC) / Other Audio Visual Means (OAVM) on July, 30, 2020

In view of the continuing COVID-19 pandemic, the Ministry of Corporate Affairs (“MCA”) has, vide its Circular dated 5th May, 2020, read with Circulars dated 8th April, 2020 and 13th April, 2020 (collectively referred to as “MCA Circulars”), permitted the holding of the Annual General Meeting (“AGM”) through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”), without the physical presence of the Members at a common venue. As intimated to the stock exchanges on July 5, 2020, Thirty-first (31st) Annual General Meeting (AGM) of Indo Count Industries Limited (“the Company”) will be held on Thursday, July 30, 2020 at 12:30 p.m (IST) through Video Conferencing (VC) or Other Audio Visual Means (OAVM) in compliance with aforesaid MCA circulars and applicable SEBI circular.

In terms of the General Circular No. 20 of 2020 dated May 5, 2020 issued by the Ministry of Corporate Affairs (MCA), the Company has given public notice by way of advertisement in newspapers viz. Business Standard (All India editions) in English Language, Pudhari (Kolhapur Edition) in Marathi language and Times of India (Kolhapur Edition) in English language published on July 6, 2020 informing about 31st AGM of the Company and other details as per said MCA circular.

In terms of the provisions of Regulation 47 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the copies of following newspaper publications published on July 6, 2020:

1. Business Standard (All India editions) in English Language
2. Pudhari (Kolhapur Edition) in Marathi language
3. Times of India (Kolhapur Edition) in English language

Shareholders who have still not registered their e-mail ID/Bank details are requested to get their e-mail ID/bank details registered as follows:

- The Members of the Company holding Equity Shares of the Company in physical Form and who have not registered their email / bank details can get the same registered with Link Intime India Pvt Ltd, by clicking the link: https://linkintime.co.in/emailreg/email_register.html in their website www.linkintime.co.in at the Investor Services tab by choosing the E mail/Bank Registration heading and follow the registration process as guided therein.
- The Members of the Company holding equity shares of the Company in dematerialized form are requested to register their e-mail address / bank details with respective Depository

Indo Count Industries Ltd

Head Office: 301, Arcadia, 3rd Floor, Nariman Point, Mumbai - 400 021, Maharashtra, India; T: 022 4341 9500, F: 022 2282 3098

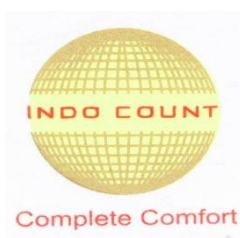
Marketing Office: Dosti Imperia, 2nd floor, Manpada, Ghodbunder Road, Thane (w) - 400 607, Maharashtra, India; T: 022 4151 1800, F: 022 2172 0121

Home Textile Division: T3, Kagal - Hatkanangale Five Star, MIDC Ind. Area, Kolhapur - 416216, Maharashtra, India; T: 0231 662 7900, F: 0231 662 7979

Spinning Division: D1, MIDC, Gokul Shirgaon, Kolhapur - 416234, Maharashtra, India; T: 0231 268 7400, F: 0231 267 2161

Regd. Office: Office No. 1, Plot No. 266, Village Alte, Kumbhoj Road, Taluka Hatkanangale, Dist. Kolhapur - 416 109, Maharashtra, India; T: 0230 2463100 / 2461929

CIN: L72200PN1988PLC068972, E: info@indocount.com, W: www.indocount.com



Participant by following the procedure prescribed by the Depository Participant. However, for temporary registration of email id, the above process can be followed by shareholders holding shares in demat form.

The newspaper advertisements can also be accessed at the website of the Company www.indocount.com.

Kindly take the same on record.

Thanking you,
Yours faithfully,
For **Indo Count Industries Limited**

Amruta Avasare
Company Secretary & Compliance Officer
Membership No.: ACS 18844

Encl: A/a

Indo Count Industries Ltd

Head Office: 301, Arcadia, 3rd Floor, Nariman Point, Mumbai - 400 021, Maharashtra, India; **T:** 022 4341 9500, **F:** 022 2282 3098

Marketing Office: Dosti Imperia, 2nd floor, Manpada, Ghodbunder Road, Thane (w) - 400 607, Maharashtra, India; **T:** 022 4151 1800, **F:** 022 2172 0121

Home Textile Division: T3, Kagal - Hatkanangale Five Star, MIDC Ind. Area, Kolhapur - 416216, Maharashtra, India; **T:** 0231 662 7900, **F:** 0231 662 7979

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Regd. Office: Office No. 1, Plot No. 266, Village Alte, Kumbhoj Road, Taluka Hatkanangale, Dist. Kolhapur - 416 109, Maharashtra, India; **T:** 0230 2463100 / 2461929

CIN: L72200PN1988PLC068972, **E:** info@indocount.com, **W:** www.indocount.com

Business standard(All edition)
Date: 6/7/2020



INDO COUNT INDUSTRIES LIMITED

CIN: L72200PN1988PLC068972

Registered Office: Office No. 1, Plot No. 266, Village Alte,

Kumbhoj Road, Taluka Hatkanangale,

District Kolhapur 416 109, Maharashtra.

Tel No. (230) 2463100 / 2461929

Email: icilinvestors@indocount.com | Website: www.indocount.com

NOTICE TO THE MEMBERS WITH RESPECT TO 31st ANNUAL GENERAL MEETING

NOTICE is hereby given that the 31st Annual General Meeting ("AGM") of the members of **Indo Count Industries Limited** ("the Company") will be held on **Thursday, July 30, 2020 at 12.30 p.m.** (IST) through Video Conferencing ("VC") or other Audio Visual Means ("OAVM"), to transact the business as set out in the Notice of the AGM which will be emailed to the members of the Company.

In view of the continuing Novel Coronavirus (COVID-19) pandemic, social distancing is a norm to be followed and Ministry of Corporate Affairs ("MCA") has vide its General Circular No. 20/ 2020 dated 5th May, 2020, read with General Circular No. 14/ 2020 dated 8th April, 2020 and General Circular No. 17/ 2020 dated 13th April, 2020 (collectively referred to as "said Circulars") permitted the holding of the Annual General Meeting ("AGM") through VC / OAVM, without the physical presence of the members at a common venue. Accordingly, in compliance with the applicable provisions of the Companies Act, 2013 ("Act") read with the said aforesaid Circulars and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the 31st AGM will be held through VC/ OAVM and the members can attend and participate in this AGM through VC/ OAVM only.

The VC/OAVM facility is being availed by the Company from National Securities Depository Limited ("NSDL"). The instructions for attending the AGM through VC/OAVM will be provided in the Notice of the AGM and attendance of the members through VC/ OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

Electronic Copy of 31st AGM Notice and Annual Report 2019-20

In accordance with the aforesaid MCA circulars and SEBI Circular dated 12th May, 2020, the Notice of the 31st AGM along with the Annual Report for the Financial Year 2019-20 ("Annual Report") will be sent only by electronic mode to those members whose email addresses are registered with the Company/ Depository Participants. The Notice of the 31st AGM and Annual Report 2019-20 will also be available on the website of the Company at www.indocount.com and websites of BSE Limited and National Stock Exchange of India Limited i.e at www.bseindia.com & www.nseindia.com, respectively and also on the website of NSDL at www.evoting.nsdl.com.

Appeal to members to Register their E-mail ID

Shareholders who have still not registered their e-mail ID are requested to get their e-mail ID registered as follows:

1. Shareholders holding Shares in Physical Mode: Such Shareholders are requested to register their e-mail ID with the Registrar and Transfer Agent of the Company, viz., Link Intime India Private Limited ("Link Intime") on its website (at www.linkintime.co.in) at web-link below https://linkintime.co.in/EmailReg/Email_Register.html. Once the link is clicked, members are requested to follow the procedure as will be prompted by the system.

2. Shareholders holding Shares in Dematerialized Mode are requested to register their e-mail ID with the relevant Depository Participant(s). For temporary registration, the procedure in point no: 1 as mentioned above can be followed.

In case of any queries / difficulties in registering the e-mail address, Shareholders may write to Link Intime at mt.helpdesk@linkintime.co.in or to the Company at icilinvestors@indocount.com.

Remote E-voting, E-voting at AGM and manner of procuring login id and password

The Company is providing the facility of 'remote e-voting' for all Members of the Company to enable them to cast their votes electronically, on all resolutions mentioned in the notice of the 31st Annual General Meeting ("AGM") of the Company and for e-voting during the proceeding of the AGM (collectively referred as "e-voting"). The Company has engaged the services of National Securities Depository Limited ("NSDL"), for providing the e-voting facility to the members of the Company. The instructions for e-voting by members holding shares in physical form, dematerialized form and those members who have not registered their email ids will be provided in the Notice of the AGM.

Shareholders whose Email IDs are already registered with the Company/ Depository, are requested to follow the Instructions for e-voting as will be provided in the Notice of the AGM. Shareholders whose Email IDs are not registered with the Company/ Depository Participants, are requested to follow below process for procuring User ID and Password for e-voting:

a) In case shares are held in physical mode, please provide signed scan copy of request letter mentioning Folio No., Name of shareholder, along with PAN (self-attested scan copy of PAN card), self-attested scan copy of Aadhar Card/any other address proof by email to Link Intime India Private Limited, Registrar & Transfer Agent at mt.helpdesk@linkintime.co.in

B) In case shares are held in demat mode, please provide signed scan copy of request letter mentioning DPID-CLID, Name, along with PAN (self-attested scan copy of PAN card), self-attested scan copy of Aadhar Card/any other address proof by email to Link Intime India Private Limited, Registrar & Transfer Agent at mt.helpdesk@linkintime.co.in.

C) Alternatively member may send an e-mail request to evoting@nsdl.co.in for obtaining User ID and Password by proving the details mentioned in Point (a) or (b) as the case may be.

Final Dividend and Record date:

The Shareholders may note that the Board of Directors, at its Meeting held on June 12, 2020, has recommended a Final Dividend of 30% (Thirty per cent) [Rs. 0.60 (Sixty Paise Only) per Equity Share of Face Value of Rs.10/- (Rupees Ten Only)] for the Financial Year ended March 31, 2020, subject to the approval of the Shareholders at the AGM. The Dividend, if declared at AGM, will be paid to the members whose names appear in the Register of Members of the Company as on Record date i.e. **Thursday, July 23, 2020** and in respect of shares held in dematerialized form, it will be paid to members whose names are furnished by National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), as the beneficial owners as on that date.

Manner of Payment of Dividend, if declared at the AGM:

The Dividend, if approved by the Shareholders at the AGM, will be paid electronically through various online transfer modes to those Shareholders who have updated their bank account details with the Company's Registrar and Share Transfer Agent / Depository Participants. For Shareholders who have not updated their bank account details, Dividend Warrants / Demand Drafts will be sent to their registered addresses once the postal facility is available and normalcy is restored. To receive the dividend directly into their bank account, Shareholders who have not yet registered bank details are requested to register their Bank details (e.g. name of the bank and the branch, bank account number, 9 digits MICR number, 11 digit IFS Code and the nature of account) along with a copy of cancelled cheque with Company/RTA by clicking on https://linkintime.co.in/EmailReg/Email_Register.html. Once the link is clicked, members are requested to follow the procedure as will be prompted by the system.

Shareholders holding shares in dematerialized form are requested to provide the said details to their respective Depository Participants.

Tax on Dividend, if declared at the AGM:

Pursuant to Finance Act 2020, dividend income will be taxable in the hands of Shareholders with effect from April 1, 2020. The Company shall therefore be required to deduct tax at source at the applicable rates at the time of making the payment of the said Final Dividend, if declared at the AGM. The TDS rate may vary depending on the residential status of the shareholder and the documents submitted by the shareholders and accepted by the Company in accordance with the provisions of the Income Act, 1961. For the applicable rates for various categories, the Shareholders are requested to refer to the Finance Act, 2020 and amendments thereof. Shareholders can also visit Company's website www.indocount.com for the communication on TDS on dividend. Form 15G/15H/10F are available on the website of Link Intime India Private Limited. The same can be downloaded from Link Intime's website at <https://www.linkintime.co.in/client-downloads.html>. On this page select the General tab. The documents (duly completed and signed) are required to be uploaded at <https://linkintime.co.in/formsreg/submission-of-form-15g-15h.html>, by 20th July 2020 in order to enable the Company to determine and deduct appropriate TDS / Withholding Tax. Incomplete and/or unsigned forms and declarations will not be considered by the Company. No communication/documents on the tax determination / deduction shall be addressed to our RTA, Link Intime India Private Limited to its email address : indocountdivtax@linkintime.co.in or to the Company to its email address: icilinvestors@indocount.com.

By order of the Board of Directors

For Indo Count Industries Limited

Date : 5th July, 2020

Place : Mumbai

Amruta Avasare

Company Secretary

All piece and parcel of property situated at GAT No. 318 and Mouje Agar, Tal. Shirur, Dist. Kolhapur

AUTHORISED OFFICER



INDO COUNT INDUSTRIES LIMITED

CIN: L72200MH1989PLC068972
Registered Office: Office No. 1, Plot No. 256, Village Ane, Kumbhuj Road, Taluka Hatkanangale, District Kolhapur 416 109, Maharashtra.
Tel No. (230) 2463100 / 2461929
Email: shareholders@indocount.com | Website: www.indocount.com

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In case of any queries / difficulties in registering the e-mail address, Shareholders may write to Link Intime at mt.helpdesk@linkintime.co.in or to the Company at shareholders@indocount.com.

Remote E-voting, E-voting at AGM and manner of procuring login id and password

The Company is providing the facility of 'remote e-voting' for all Members of the Company to enable them to cast their votes electronically, on all resolutions mentioned in the notice of the 31st Annual General Meeting ("AGM") of the Company and for e-voting during the proceeding of the AGM (collectively referred as "e-voting"). The Company has engaged the services of National Securities Depository Limited ("NSDL"), for providing the e-voting facility to the members of the Company. The instructions for e-voting by members holding shares in physical form, dematerialized form and those members who have not registered their email ids will be provided in the Notice of the AGM.

Shareholders whose Email IDs are already registered with the Company/ Depository, are requested to follow the instructions for e-voting as will be provided in the Notice of the AGM. Shareholders whose Email IDs are not registered with the Company/ Depository Participants, are requested to follow below process for procuring User ID and Password for e-voting:

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- Alternatively member may send an e-mail request to evoting@nsdl.co.in for obtaining User ID and Password by proving the details mentioned in Point (a) or (b) as the case may be.

Final Dividend and Record date:

The Shareholders may note that the Board of Directors, at its Meeting held on June 12, 2020, has recommended a Final Dividend of 30% (Thirty per cent) [Rs. 0.60 (Sixty Paise Only) per Equity Share of Face Value of Rs. 10/- (Rupees Ten Only)] for the Financial Year ended March 31, 2020, subject to the approval of the Shareholders at the AGM. The Dividend, if declared at AGM, will be paid to the members whose names appear in the Register of Members of the Company as on Record date i.e. **Thursday, July 23, 2020** and in respect of shares held in dematerialized form, it will be paid to members whose names are furnished by National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), as the beneficial owners as on that date.

Manner of Payment of Dividend, if declared at the AGM:

The Dividend, if approved by the Shareholders at the AGM, will be paid electronically through various online transfer modes to those Shareholders who have updated their bank account details with the Company's Registrar and Share Transfer Agent / Depository Participants. For Shareholders who have not updated their bank account details, Dividend Warrants / Demand Drafts will be sent to their registered addresses once the postal facility is available and normalcy is restored. To receive the dividend directly into their bank account, Shareholders who have not yet registered bank details are requested to register their Bank details (e.g. name of the bank and the branch, bank account number, 9 digits MICR number, 11 digit IFS Code and the nature of account) along with a copy of cancelled cheque with Company/RTA by clicking on https://linkintime.co.in/EmailRegEmail_Register.html. Once the link is clicked, members are requested to follow the procedure as will be prompted by the system.

Shareholders holding shares in dematerialized form are requested to provide the said details to their respective Depository Participants.

Tax on Dividend, if declared at the AGM:

Pursuant to Finance Act 2020, dividend income will be taxable in the hands of Shareholders with effect from April 1, 2020. The Company shall therefore be required to deduct tax at source at the applicable rates at the time of making the payment of the said Final Dividend, if declared at the AGM. The TDS rate may vary depending on the residential status of the shareholder and the documents submitted by the shareholders and accepted by the Company in accordance with the provisions of the Income Act, 1961. For the applicable rates for various categories, the Shareholders are requested to refer to the Finance Act, 2020 and amendments thereof. Shareholders can also visit Company's website www.indocount.com for the communication on TDS on dividend. Form 15G/15H/10F are available on the website of Link Intime India Private Limited. The same can be downloaded from Link Intime's website at <https://www.linkintime.co.in/client-downloads.html>. On this page select the General tab. The documents (duly completed and signed) are required to be uploaded at <https://linkintime.co.in/formreg/submission-of-form-15g-15h.html> by 20th July 2020 in order to enable the Company to determine and deduct appropriate TDS / Withholding Tax. Incomplete and/or unsigned forms and declarations will not be considered by the Company. No communication/documents on the tax determination / deduction shall be considered post 20th July, 2020. All communications/ queries in this respect should be addressed to our RTA, Link Intime India Private Limited to its email address indocountdivtax@linkintime.co.in or to the Company to its email address shareholders@indocount.com.

By order of the Board of Directors
For Indo Count Industries Limited

Date : 5th July, 2020
Place : Mumbai

Sd/-
Amruta Avasare
Company Secretary

Times of India (Kolhapur Edition)
Date - 6/7/2020



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Director

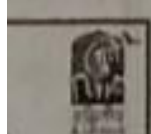


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