



## IVP LIMITED

### Regd. Office :

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

Tel. : +91-22-2378 7300

Email : [ivp@ivpindia.com](mailto:ivp@ivpindia.com)

Website : [www.ivpindia.com](http://www.ivpindia.com)

CIN : L 74999MH1929PLC001503

Ref: IVPSEC/E-Voting/188/08/2019-20

August 9, 2019

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

**Sub: Outcome of 90<sup>th</sup> Annual General Meeting**

This is to inform you that the Members of the Company at the Annual General Meeting (AGM) held on 8<sup>th</sup> August, 2019 transacted the Business as per the AGM notice. The AGM was held at 11.00 a.m. at M.C.Ghia Hall, Bhogilal Hargovindas Building, 4<sup>th</sup> Floor, 18/20 Kaikhushru Dubash Marg, Mumbai - 400 001.

With respect to 90<sup>th</sup> AGM please find enclosed the following:

- 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 ("Listing Regulations"), attached and marked as Annexure - 1.
- Disclosure of voting results pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, attached and marked as Annexure - 2.
- Consolidated Report of the Scrutinizers, dated 8<sup>th</sup> August, 2019, on remote e-voting and voting through Ballot Paper at 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.

The Voting Results along with the Scrutinizer's Report are also available on the website of the Company viz. [www.ivpindia.com](http://www.ivpindia.com).

Kindly take the above on your records.

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 90<sup>th</sup> Annual General Meeting of IVP Limited

1. Date, time and venue of the Meeting:

The 90<sup>th</sup> Annual General Meeting (AGM) of the Company was held on Thursday, 8<sup>th</sup> August, 2019 at 11.00 a.m. at M.C.Ghia Hall, Bhogilal Hargovindas Building, 4<sup>th</sup> Floor, 18/20 Kaikhushru Dubash Marg, Mumbai - 400 001.

2. Proceedings in brief:

- Mr. Vishal Pandit, Chairman, chaired the proceedings of the Meeting.
- The requisite quorum being present, the Chairman called the Meeting to order.
- The Chairman addressed the members.
- The Chairman informed that remote e-voting commenced at 9.00 a.m. on Monday, August 5, 2019 and concluded at 5.00 p.m. on Wednesday, August 7, 2019.
- The following items of business as set out in the Notice convening the 90<sup>th</sup> Annual General Meeting were commended for members consideration and approval:

#### Ordinary Business

- a) Ordinary Resolution for adoption of Audited Financial Statements, report of the Board of Directors and Auditors for the financial year ended 31<sup>st</sup> March, 2019.
- b) Ordinary Resolution for declaration of Dividend on equity shares.
- c) Ordinary Resolution for appointment of a director in place of Mr. Mandar Joshi, who retires by rotation and offers himself for re-appointment.

#### Special Business

- d) Ordinary Resolution for ratification of remuneration payable to M/s. Hemant Shah & Associates, the Cost Auditors for the financial year ended 31<sup>st</sup> March, 2020.
  - e) Special Resolution for re-appointment of Mr. Mandar Joshi as Whole Time Director and Chief Executive Officer for further period of 3 years.
  - f) Special Resolution for re-appointment of Mr. Amin H. Manekia as an Independent Director of the Company for second term of 5 years.
  - g) Special Resolution for re-appointment of Ms. Nina D. Kapadia as an Independent Director of the Company for second term of 5 years.
  - h) Special Resolution for authority to Board of Directors to sell the undertaking/property of the Company situated at Aurangabad for consideration not exceeding Rs. 30 crores under Section 180(1)(a) of the Companies Act, 2013.
- 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 Ballot paper voting at the Meeting and remote e-voting process.



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- The Chairman informed the members that the results of e-voting along with the consolidated Scrutinizer's Report shall be disseminated to the stock exchanges and also be placed on the website of the Company viz. [www.ivpindia.com](http://www.ivpindia.com) and on the website of Central Depository Services (India) Limited viz. [www.evotingindia.com](http://www.evotingindia.com).

### 3. Voting by members

- The Company had provided remote e-voting facility to its members to cast votes electronically, for all the 8 items of business set out in the notice.

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

The Chairman invited comments and questions from the members. Queries raised by the Members were answered by the Chairman.

Voting was conducted by Ballot Paper on all the resolutions as set out in the notice dated 29<sup>th</sup> May, 2019.

The Meeting concluded at 12.05 p.m. after the Members present at the Meeting cast their votes.

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

*Nishkantirao*

Nisha Kantirao  
Company Secretary



Place: Mumbai

Date: 9<sup>th</sup> August, 2019



Annexure - 2

IVP Limited - 90<sup>th</sup> 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	8 <sup>th</sup> August, 2019
Total No. of Shareholders on record date	3978
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Group	12
Public	25
<b>Total</b>	<b>37</b>
No. of shareholders attended the meeting through Video conferencing	Not Applicable
Promoters and Group	
Public	





## IVP Limited

1 - Adoption of audited financial statements, report of the Board of Directors and Auditors for the financial year ended 31st March, 2019.

Resolution Required : (Ordinary)		Whether promoter/ promoter group are interested in the agenda/resolution?						
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
Promoter and Promoter Group	E-Voting		7317237	100.0000	7317237	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot	7317237	0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>7317237</b>	<b>100.0000</b>	<b>7317237</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot	46128	0	0.0000	0	0	0.0000	0.0000
	<b>Total</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	E-Voting		703	0.0237	702	1	99.8578	0.1422
	Poll		103	0.0035	42	61	40.7767	59.2233
	Postal Ballot	2962898	0	0.0000	0	0	0.0000	0.0000
<b>Total</b>		<b>10326263</b>	<b>7318043</b>	<b>70.8683</b>	<b>7317981</b>	<b>62</b>	<b>99.9992</b>	<b>0.0008</b>





## IVP Limited

Resolution Required : (Ordinary)		2 - Declaration of Dividend on equity shares.						
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	100.0000	7317237	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot	7317237	0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>7317237</b>	<b>100.0000</b>	<b>7317237</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000
	Poll	46128	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</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	E-Voting		703	0.0237	702	1	99.8578	0.1422
	Poll	2962898	103	0.0035	42	61	40.7767	59.2233
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>806</b>	<b>0.0272</b>	<b>744</b>	<b>62</b>	<b>92.3077</b>	<b>7.6923</b>
<b>Total</b>		<b>10326263</b>	<b>7318043</b>	<b>70.8683</b>	<b>7317981</b>	<b>62</b>	<b>99.9992</b>	<b>0.0008</b>





## IVP Limited

3 - Appointment of a director in place of Mr. Mandar Joshi, who retires by rotation and offers himself for re-appointment

Resolution Required : (Ordinary)		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	0	100.0000	7317237	0	100.0000	0.0000		
	Poll	0	0	0.0000	0	0	0.0000	0.0000		
	Postal Ballot	0	0	0.0000	0	0	0.0000	0.0000		
	<b>Total</b>	<b>7317237</b>	<b>0</b>	<b>100.0000</b>	<b>7317237</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>		
Public Institutions	E-Voting	46128	0	0.0000	0	0	0.0000	0.0000		
	Poll	0	0	0.0000	0	0	0.0000	0.0000		
	Postal Ballot	0	0	0.0000	0	0	0.0000	0.0000		
	<b>Total</b>	<b>46128</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	E-Voting	2962898	703	0.0237	702	1	99.8578	0.1422		
	Poll	0	103	0.0035	42	61	40.7767	59.2233		
	Postal Ballot	0	0	0.0000	0	0	0.0000	0.0000		
<b>Total</b>	<b>10326263</b>	<b>7318043</b>	<b>70.8683</b>	<b>7317981</b>	<b>62</b>	<b>99.9992</b>	<b>0.0008</b>			





## IVP Limited

4 - Ratification of remuneration payable to M/s. Hemant Shah & Associates,  
the Cost Auditors for the financial year ended 31st March, 2020

Resolution Required : (Ordinary)		4 - Ratification of remuneration payable to M/s. Hemant Shah & Associates, the Cost Auditors for the financial year ended 31st March, 2020									
Whether promoter/ promoter group are interested in the agenda/resolution?		No									
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]={[2]/[1]}*100	No. of Votes - in favour [4]	No. of Votes -Against [5]	% of Votes in favour on votes polled [6]={[4]/[2]}*100	% of Votes against on votes polled [7]={[5]/[2]}*100			
Promoter and Promoter Group	E-Voting		7317237	100.0000	7317237	0	100.0000	0.0000			
	Poll		0	0.0000	0	0	0.0000	0.0000			
	Postal Ballot	7317237	0	0.0000	0	0	0.0000	0.0000			
	<b>Total</b>		<b>7317237</b>	<b>100.0000</b>	<b>7317237</b>	<b>0</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000			
	Poll	46128	0	0.0000	0	0	0.0000	0.0000			
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000			
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0.0000</b>	
Public Non Institutions	E-Voting		703	0.0237	702	1	99.8578	0.1422			
	Poll	2962898	103	0.0035	42	61	40.7767	59.2233			
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000			
	<b>Total</b>		<b>806</b>	<b>0.0272</b>	<b>744</b>	<b>62</b>	<b>92.3077</b>	<b>7.6923</b>	<b>0.0008</b>		
<b>Total</b>		<b>10326263</b>	<b>7318043</b>	<b>70.8683</b>	<b>7317981</b>	<b>62</b>	<b>99.9992</b>	<b>0.0008</b>			





## IVP Limited

5 - Re-appointment of Mr. Mandar Joshi as Whole Time Director and Chief Executive Officer for further period of 3 years.

Resolution Required : (Special)		5 - Re-appointment of Mr. Mandar Joshi as Whole Time Director and Chief Executive Officer for further period of 3 years.						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]={[2]/[1]}*100	No. of Votes - in favour [4]	No. of Votes -Against [5]	% of Votes in favour on votes polled [6]={[4]/[2]}*100	% of Votes against on votes polled [7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting		7317237	100.0000	7317237	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot	7317237	0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>7317237</b>	<b>100.0000</b>	<b>7317237</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000
	Poll	46128	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</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	E-Voting		703	0.0237	702	1	99.8578	0.1422
	Poll	2962898	103	0.0035	42	61	40.7767	59.2233
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
<b>Total</b>		<b>10326263</b>	<b>7318043</b>	<b>70.8683</b>	<b>7317981</b>	<b>62</b>	<b>99.9992</b>	<b>0.0008</b>





## IVP Limited

6 - Re-appointment of Mr. Amin H. Manekia as an Independent Director  
of the Company for second term of 5 years.

Resolution Required : (Special)		6 - Re-appointment of Mr. Amin H. Manekia as an Independent Director of the Company for second term of 5 years.						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]={[2]/[1]}*100	No. of Votes – in favour [4]	No. of Votes –Against [5]	% of Votes in favour on votes polled [6]={[4]/[2]}*100	% of Votes against on votes polled [7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting		7317237	100.0000	7317237	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot	7317237	0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>7317237</b>	<b>100.0000</b>	<b>7317237</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000
	Poll	46128	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</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	E-Voting		703	0.0237	702	1	99.8578	0.1422
	Poll	2962898	103	0.0035	42	61	40.7767	59.2233
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
<b>Total</b>		<b>10326263</b>	<b>7318043</b>	<b>70.8683</b>	<b>7317981</b>	<b>62</b>	<b>99.9992</b>	<b>0.0008</b>





## IVP Limited

7 - Re-appointment of Ms. Nina D. Kapadia as an Independent Director  
of the Company for second term of 5 years.

Resolution Required : (Special)		7 - Re-appointment of Ms. Nina D. Kapadia as an Independent Director of the Company for second term of 5 years.						
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	100.0000	7317237	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot	7317237	0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>7317237</b>	<b>100.0000</b>	<b>7317237</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000
	Poll	46128	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</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	E-Voting		703	0.0237	702	1	99.8578	0.1422
	Poll	2962898	103	0.0035	42	61	40.7767	59.2233
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>806</b>	<b>0.0272</b>	<b>744</b>	<b>62</b>	<b>92.3077</b>	<b>7.6923</b>
<b>Total</b>		<b>10326263</b>	<b>7318043</b>	<b>70.8683</b>	<b>7317981</b>	<b>62</b>	<b>99.9992</b>	<b>0.0008</b>





## IVP Limited

8 - Authority to Board of Directors to sell the undertaking/ property of the Company situated at Aurangabad for consideration not exceeding Rs. 30 crores under Section 180(1)(a) of the Companies Act, 2013.

Resolution Required : (Special)		8 - Authority to Board of Directors to sell the undertaking/ property of the Company situated at Aurangabad for consideration not exceeding Rs. 30 crores under Section 180(1)(a) of the Companies Act, 2013.						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]={[2]/[1]}*100	No. of Votes - in favour [4]	No. of Votes -Against [5]	% of Votes in favour on votes polled [6]={[4]/[2]}*100	% of Votes against on votes polled [7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting		7317237	100.0000	7317237	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot	7317237	0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>7317237</b>	<b>100.0000</b>	<b>7317237</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot	46128	0	0.0000	0	0	0.0000	0.0000
	<b>Total</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	E-Voting		703	0.0237	702	1	99.8578	0.1422
	Poll		103	0.0035	42	61	40.7767	59.2233
	Postal Ballot	2962898	0	0.0000	0	0	0.0000	0.0000
<b>Total</b>		<b>10326263</b>	<b>7318043</b>	<b>70.8683</b>	<b>7317981</b>	<b>62</b>	<b>99.9992</b>	<b>0.0008</b>





**A.A.MULLA & ASSOCIATES**

COMPANY SECRETARIES

Office : 3<sup>rd</sup> Floor, New Hari Leela House, 34/38 Mint Road, OPP.G.P.O., Mumbai - 400 001  
Tel : 91-22-22644435, Fax: 22644434,

Email:- aqueelmulla@gmail.com

**FORM No. MGT-13****Report of Scrutinizer(s)**[Pursuant to rule section 108/109 of the Companies Act, 2013 and rule 21(2) of the Companies  
(Management and Administration) Rules, 2014]To,  
The Chairman  
IVP Limited  
Shashikant N Redij Marg,  
Ghorupdeo,  
Mumbai - 400 033.90<sup>th</sup> Annual General Meeting of the Equity Shareholders of IVP Limited, Held on Thursday, 8<sup>th</sup> August, 2019,  
at M.C. Ghia Hall, Bhogilal Hargovindas Building, 4<sup>th</sup> Floor, 18/20 K.Dubash Marg, Kala Ghoda, Mumbai-400 001.

Dear Sir,

I Aqueel Ahmed Mulla, had been appointed as Scrutinizer by the Board of Directors of IVP Limited., for the purpose of remote e-voting held between 5<sup>th</sup> August, 2019 to 7<sup>th</sup> August, 2019 and the poll taken on the below mentioned resolution(s), at the Annual General Meeting of the Equity shareholders IVP Limited held on Thursday, 8<sup>th</sup> August, 2019 at 11.00 a.m. at M.C. Ghia Hall, Bhogilal Hargovindas Building, 4<sup>th</sup> Floor, 18/20 K.Dubash Marg, Kala Ghoda, Mumbai-400 001, submit our report as under:

1. After the time fixed for the closing of the poll by the Chairman, 1 ballot box kept for polling was locked in my presence with due identification marks placed by me.
2. The locked ballot box was subsequently opened in my presence and poll paper were diligently scrutinized. The poll paper were reconciled with the record maintained by the company / Registrar and Transfer agent of the company and authorisation / proxies lodge with the company.
3. I didn't find any poll papers invalid.
4. I unblocked remote e-voting and counted the votes cast in favour and against the resolutions held between 5<sup>th</sup> August, 2019 to 7<sup>th</sup> August, 2019 using CDSL e-voting platform, in presence of two witnesses.
5. The consolidated result of the remote e-voting and poll is as under:

(a) Resolution No.1:

Resolution Passed	Ordinary / Special Resolution
To consider and adopt the audited financial statements of the company for the financial year ended 31 <sup>st</sup> March, 2019 together with the reports of Board of Directors and Auditors thereon.	ORDINARY

(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
Poll	42	0.00
e-voting	7317939	99.9992
Total	7317981	99.9992





(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
Poll	3	61	0.0008
e-voting	1	1	0.0000
Total	4	62	0.0008

(iii) Invalid Votes

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

(b) Resolution No.2:

Resolution Passed	Ordinary / Special Resolution
To declare a dividend on equity shares.	ORDINARY

(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
Poll	3	42	0.00
e-voting	38	7317939	99.9992
Total	41	7317981	99.9992

(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
Poll	3	61	0.0008
e-voting	1	1	0.0000
Total	4	62	0.0008

(iii) Invalid Votes

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

(c) Resolution No.3:

Resolution Passed	Ordinary / Special Resolution
To appoint a Director in place of Mr. Mandar Joshi, (DIN:07526430), who retires by rotation and being eligible, offers himself for re-appointment.	ORDINARY

(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
Poll	3	42	0.00
e-voting	38	7317939	99.9992
Total	41	7317981	99.9992





(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
Poll	3	61	0.0008
e-voting	1	1	0.000
Total	4	62	0.0008

(iii) Invalid Votes

Total Number of members present, voting ( in presence or proxy) and by e-voting		Number of votes cast by them	% of total number of votes cast by them
Poll	0	0	0
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 Section 148(3) and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the Cost Auditors M/s. Hemant Shah &amp; Associates, Cost Accountants, (Registration No. 000394) appointed 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 31<sup>st</sup> March, 2020, 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>	ORDINARY

(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
Poll	3	42	0.0000
e-voting	38	7317939	99.9992
Total	41	7317981	99.9992

(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
Poll	3	61	0.0008
e-voting	1	1	0.0000
Total	4	62	0.0008





## (iii) Invalid Votes

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

## (e) Resolution No.5:

Resolution Passed	Ordinary / Special Resolution
<p><b>"RESOLVED THAT</b> pursuant to the provisions of Sections 152, 178, 196, 197, 198 and 203 read with Schedule V and all other applicable provisions, of the Companies Act, 2013 ("The Act") and the Companies (Appointment and Remuneration of Managerial personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and also subject to such other approvals as may be required, the re-appointment of Mr. Mandar Joshi as a Whole Time Director, liable to retire by rotation, designated as Whole Time Director and Chief Executive Officer for further period of 3 (three) years from the expiry of his present term of office, i.e., w.e.f. 1st August, 2019 to 31st July, 2022 at the remuneration and on the terms and conditions as set out in the Agreement entered between the Company and Mr. Mandar Joshi, placed before this meeting with liberty to the Board of Directors (hereinafter referred to as "the Board" which term shall include the Nomination and Remuneration Committee of the Board) to alter and vary the terms and conditions of the said re-appointment and / or remuneration as it may deem fit, be and the same is hereby approved.</p> <p><b>RESOLVED FURTHER THAT</b> the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds and things as are incidental thereto or as may be deemed necessary or desirable or to settle any question or difficulty that may arise in such manner as it may deem fit, obtaining necessary approvals as may be necessary and desirable to give effect to this resolution."</p>	SPECIAL

## (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
Poll	3	42	0.00
e-voting	38	7317939	99.9992
Total	41	7317981	99.9992





(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
Poll	3	61	0.0008
e-voting	1	1	0.0000
Total	4	62	0.0008

(iii)

Invalid Votes

Total Number of members present, voting ( in presence or proxy) and by e-voting		Number of votes cast by them	% of total number of votes cast by them
Poll	0	0	0
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 Sections 149, 150, 152 and 178 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. Amin H. Manekia (DIN:00053745), 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 the expiry of his present term of office, i.e., w.e.f. 12th August, 2019 to 11th August, 2024."</p>	SPECIAL

(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
Poll	3	42	0.00
e-voting	38	7317939	99.9992
Total	41	7317981	99.9992

(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
Poll	3	61	0.0008
e-voting	1	1	0.0000
Total	4	62	0.0008





(iii)

## Invalid Votes

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

(g) Resolution No.7:

Resolution Passed	Ordinary / Special Resolution
<p><b>"RESOLVED THAT</b> pursuant to the provisions of Sections 149, 150, 152 and 178 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Rules framed thereunder and Regulation 17(1A) and other 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 Ms. Nina D. Kapadia (DIN: 06948701), 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 her 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 the expiry of her present term of office, i.e., w.e.f. 25th August, 2019 to 24th August, 2024 as well as to continue to hold the position of Independent Director beyond 75 years of age."</p>	SPECIAL

(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
Poll	3	42	0.00
e-voting	38	7317939	99.9992
Total	41	7317981	99.9992

(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
Poll	3	61	0.0008
e-voting	1	1	0.0000
Total	4	62	0.0008





## (iii) Invalid Votes

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

## (h) Resolution No.8:

Resolution Passed	Ordinary / Special Resolution
<p><b>"RESOLVED THAT</b> pursuant to the provisions of Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013, and the relevant Rules framed there under (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and the enabling provisions in the Memorandum of Association and Articles of Association of the Company, subject to such other approvals as may be necessary, consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company for the sale of land located at Plot no. E-12, MIDC, Chikalthana Industrial Area, Aurangabad for such consideration but not exceeding R 30 Crores (Rupees Thirty Crores only) on such terms and conditions as the Board of Directors (hereinafter referred to as "the Board") in their discretion consider beneficial to the Company.</p> <p><b>RESOLVED FURTHER THAT</b> the Board be and is hereby authorised and empowered to finalise and execute necessary documents including but not limited to definitive Agreements, deeds of assignment / conveyance and other ancillary documents, with effect from such date and in such manner as is decided by the Board and to do all such other acts, deeds, matters and things as they may deem necessary and/or expedient to give effect to the above resolution including without limitation, to settle any questions, difficulties or doubts that may arise in regard to sale and transfer of the aforesaid land as they may in their absolute discretion deem fit.</p> <p><b>RESOLVED FURTHER THAT</b> the Board be and is hereby authorized to delegate all or any of the powers herein conferred, to any Committee of Directors or any one or more Directors of the Company with power to delegate to any Officers of the Company, with authorities as required, affixing the Common Seal of the Company on agreements/ documents, arranging delivery and execution of contracts, deeds, agreements and instruments."</p>	SPECIAL





(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
Poll	3	42	0.00
e-voting	38	7317939	99.9992
Total	41	7317981	99.9992

(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
Poll	3	61	0.0008
e-voting	1	1	0.0000
Total	4	62	0.0008

(iii) Invalid Votes

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

Summary of Voting:

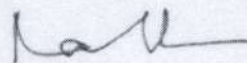
Resolution No.	Members Voted In favor	Members Voted against	Invalid votes	Total	Remark
1	7317981	62	0	7318043	Passed by Simple Majority
2	7317981	62	0	7318043	Passed by Simple Majority
3	7317981	62	0	7318043	Passed by Simple Majority
4	7317981	62	0	7318043	Passed by Simple Majority
5	7317981	62	0	7318043	Passed by 3/4 <sup>th</sup> Majority
6	7317981	62	0	7318043	Passed by 3/4 <sup>th</sup> Majority
7	7317981	62	0	7318043	Passed by 3/4 <sup>th</sup> Majority
8	7317981	62	0	7318043	Passed by 3/4 <sup>th</sup> Majority

6. The ballot papers and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

Thanking you,

Yours faithfully,

Place: Mumbai  
Date: 8<sup>th</sup> August, 2019



Aqueel A Mulla  
Scrutinizer





IVP LIMITED							
Statement of Electronic Voting							
Sr. No.	Client ID / Folio No.	Name of Member	Category	No. of Shares	Resolution No.	Voted for	Voted Against
1	IN30133020853877	ADIL IRFAN ALLANA	Promoter	55282	1 to 8	55282	0
2	IN30112716132518	ALIA FERAZ ALLANA	Promoter	55145	1 to 8	55145	0
3	IN30088814913390	ALLANA BROS PVT LTD	Promoter	25000	1 to 8	25000	0
4	IN30088814923386	ALLANA COLD STORAGE PRIVATE LIMITED	Promoter	891473	1 to 8	891473	0
5	IN30088814913383	ALLANA EXPORTS PRIVATE LIMITED	Promoter	2659994	1 to 8	2659994	0
6	IN30112716043648	ALLANA FERAZ ABDUL RAZAK	Promoter	96962	1 to 8	96962	0
7	IN30112716043672	ALLANA FERAZ ABDUL RAZAK	Promoter	94872	1 to 8	94872	0
8	IN30088814923417	ALLANA FROZEN FOODS PRIVATE LIMITED	Promoter	107650	1 to 8	107650	0
9	IN30088814923458	ALLANA IMPEX PRIVATE LIMITED	Promoter	8544	1 to 8	8544	0
10	IN30088814913455	ALLANA IMPORTS AND EXPORTS PVT LTD	Promoter	19600	1 to 8	19600	0
11	IN30088814923394	ALLANA IMPORTS AND EXPORTS PVT LTD	Promoter	408232	1 to 8	408232	0
12	IN30088814913439	ALLANA PHARMACHEM PRIVATE LIMITED	Promoter	108457	1 to 8	108457	0
13	IN30112716043664	ALLANA SERVICES PRIVATE LIMITED	Promoter	96912	1 to 8	96912	0
14	IN30112716043664	ALLANA SHIRAZ ABDUL RAZAK	Promoter	94922	1 to 8	94922	0
15	IN30112716043669	ALLANA SHIRAZ ABDUL RAZAK	Promoter	63782	1 to 8	63782	0
16	IN30088814923378	ALNA TRADING AND EXPORTS LTD	Promoter	662660	1 to 8	662660	0
17	IN30088814923425	ANJANEYA COLD STORAGE PRIVATE LIMITED	Promoter	80000	1 to 8	80000	0
18	IN30112716503884	AYSHA SHIRAZ ALLANA	Promoter	5675	1 to 8	5675	0
19	IN30088814923433	DELMON FOODS PRIVATE LIMITED	Promoter	182000	1 to 8	182000	0
20	IN30112716043697	FAISAL FERAZ ALLANA	Promoter	54750	1 to 8	54750	0
21	IN30088814923409	FRIGERIO CONSERVA ALLANA PRIVATE LTD	Promoter	64699	1 to 8	64699	0
22	IN30088814928867	FRIGORIFICO ALLANA PRIVATE LIMITED	Promoter	16932	1 to 8	16932	0
23	IN30088814914350	HORNELL CHEMICALS AND PLASTIC PVT LTD	Promoter	36750	1 to 8	36750	0
24	IN30133021508794	IMAN IRFAN ALLANA	Promoter	6000	1 to 8	6000	0
25	IN30088814923360	INDAGRO FOODS PRIVATE LIMITED	Promoter	76862	1 to 8	76862	0
26	IN30133020858092	IRFAN A R ALLANA	Promoter	2300	1 to 8	2300	0
27	IN30133021493306	IRFAN ABDUL RAZAK ALLANA	Promoter	140000	1 to 8	140000	0
28	IN30112716503876	ISA SHIRAZ ALLANA	Promoter	31100	1 to 8	31100	0
29	IN30088814913496	KALWA COLD STORAGE PVT LTD	Public	219	1 to 8	219	0
30	K0184	KIRTI MADHAVJI	Promoter	14040	1 to 8	14040	0
31	IN30133021493873	LUBNA IRFAN ALLANA	Promoter	80000	1 to 8	80000	0
32	IN30112716503892	MARYAM FERAZ ALLANA	Public	180	1 to 8	180	0
33	M0363	MEENA KIRTI	Promoter	95917	1 to 8	95917	0
34	IN30112716043656	MILLWALA FARZIN ALLANA FERAZ	Promoter	882946	1 to 8	882946	0
35	IN30088814913375	PHOENICIA SHIPPING COMPANY PRIVATE LIMITED	Promoter	13150	1 to 8	13150	0
36	IN30088814913488	PHOENICIA TRAVEL AND TRANSPORT PVT LTD	Public	1	1 to 8	0	1
37	1208160000173902	REKHA MOHAN CHANDIRAMANI	Promoter	84629	1 to 8	84629	0
38	IN30133020562954	SABIRA A R ALLANA	Public	3	1 to 8	3	0
39	IN30260310017546	SHOBHA SURESH SHENOY	Public	300	1 to 8	300	0
40	S0535	SUNEETA MADHAVJI	Public				
Total				7317940		7317939	1

PLACE MUMBAI

DATE 08/08/2019

WITNESS(S)

1 NAME SAHIB CHAUHAN

2 NAME Arshad Khan

Sahib  
SIGNATURE

Arshad  
SIGNATURE

For A A MULLA & ASSOCIATES  
COMPANY SECRETARIES

AQUEEL A MULLA  
PROPRIETOR





IVP LIMITED							
Statement of Vote by Postal Ballot							
Sr. No.	Client ID / Folio No.	Name of Member	Category	No. of Shares	Resolution No.	Voted for	Voted Against
1	120270000084490	BIMAL KUMAR AGARWAL	Public	1	1 to 8	1	0
2	S0724	SHOBHANA SUDHIR MEHTA	Public	1	1 to 8	1	0
3	1201060001628340	BALKRISHNA NARAYAN ACHARYA	Public	40	1 to 8	40	0
4	IN30131321854863	BHARAT VADILAL SHAH	Public	1	1 to 8	0	1
5	IN30002010224717	NARESH SHANTILAL MINAWALA	Public	10	1 to 8	0	10
6	IN30018311032308	PRAVIN JAMNADAS SAMPAT	Public	50	1 to 8	0	50
Total				103		42	61

PLACE: MUMBAI

DATE: 08/08/2019

WITNESS(S)

1. NAME SAHIB CHAUHAN

*Sahib*  
SIGNATURE

2. NAME

Arshad Khan  
SIGNATURE

For A.A.MULLA & ASSOCIATES  
COMPANY SECRETARIES

*Aqueel*  
AQUEEL A. MULLA  
PROPRIETOR



For **IVP LIMITED**

*Nantia*  
Company Secretary