



**ISO9001:2015**  
**ISO14001:2015**

**August 16, 2024**

**BSE Limited**

Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai-400001

**(Company code-1321)**

**(Scrip code-509162)**

**Sub.: Voting Results and Scrutinizer's Report on Voting of the 45<sup>th</sup> Annual General Meeting held on August 16, 2024.**

As per the requirements of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the Company had provided remote e-voting and e-voting facility (during AGM) to its members on the business transacted at the 45<sup>th</sup> Annual General Meeting (AGM) of the Company held on Friday, August 16, 2024 at IST 03:00 P.M. through Video Conferencing (VC)/Other Audio Video Means (OAVM).

The Company had appointed Mr. Kanishk Arora, Practicing Company Secretary (Membership No.-9575) as the scrutinizer for the remote e-voting and e-voting facility at the AGM. As per the Scrutinizer's Report, all resolutions as set out in the Notice of 45<sup>th</sup> Annual General Meeting have been duly approved by the members of the Company.

Please find attached voting results and the Scrutinizer's Report on voting held through e-voting for the 45<sup>th</sup> AGM of the Company.

You are requested to kindly take above information on your records.

Yours faithfully,

For **Indag Rubber Limited**

**Sonal Garg**

**Company Secretary**

Encl: as above

<b>Voting results</b>	
Record date	09-08-2024
Total number of shareholders on record date	11,754
<b>No. of shareholders present in the meeting either in person or through proxy</b>	
a) Promoters and Promoter group	0
b) Public	0
<b>No. of shareholders attended the meeting through video conferencing</b>	
a) Promoters and Promoter group	8
b) Public	97
<b>No. of resolution passed in the meeting</b>	<b>6</b>

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Adoption of Audited Financial Statements (Standalone & Consolidated) of the Company for the Financial Year ended on March 31, 2024				
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	19252750	19252750	100.0000	19252750	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>	19252750	19252750	100.0000	19252750	0	100.0000	0.0000
Public- Institutions	E-Voting	27500	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>	27500	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	6969750	404337	5.8013	404321	16	99.9960	0.0040
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>	6969750	404337	5.8013	404321	16	99.9960	0.0040
<b>Total</b>		26250000	19657087	74.8841	19657071	16	99.9999	0.0001
<b>Whether resolution is Pass or Not.</b>							Yes	

Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Declaration of Final Dividend @ Rs. 2.10/- per equity share of face value of Rs. 2/- each for the financial year 2023-24.				
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	19252750	19252750	100.0000	19252750	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>	19252750	19252750	100.0000	19252750	0	100.0000	0.0000
Public-Institutions	E-Voting	27500	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>	27500	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	6969750	404337	5.8013	404312	25	99.9938	0.0062
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>	6969750	404337	5.8013	404312	25	99.9938	0.0062
<b>Total</b>		26250000	19657087	74.8841	19657062	25	99.9999	0.0001
<b>Whether resolution is Pass or Not.</b>							Yes	

### Resolution (3)

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Re-appointment of Mr. Uday Harsh Khemka (00323609), who retires by rotation, and being eligible, offers himself for reappointment.				
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
<b>Promoter and Promoter Group</b>	<b>E-Voting</b>	19252750	0	0.0000	0	0	0	0
	<b>Poll</b>							
	<b>Postal Ballot (if applicable)</b>							
	<b>Total</b>		19252750	0	0.0000	0	0	0.0000
<b>Public- Institutions</b>	<b>E-Voting</b>	27500	0	0.0000	0	0	0	0
	<b>Poll</b>							
	<b>Postal Ballot (if applicable)</b>							
	<b>Total</b>		27500	0	0.0000	0	0	0.0000
<b>Public- Non Institutions</b>	<b>E-Voting</b>	6969750	404337	5.8013	404321	16	99.9960	0.0040
	<b>Poll</b>							
	<b>Postal Ballot (if applicable)</b>							
	<b>Total</b>		6969750	404337	5.8013	404321	16	99.9960
<b>Total</b>		26250000	404337	1.5403	404321	16	99.9960	0.0040
<b>Whether resolution is Pass or Not.</b>							Yes	

## Resolution (4)

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Fixation of the remuneration of the Cost Auditors of the company for the FY 2024-2025.				
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
<b>Promoter and Promoter Group</b>	E-Voting	19252750	19252750	100.0000	19252750	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>	19252750	19252750	100.0000	19252750	0	100.0000	0.0000
<b>Public-Institutions</b>	E-Voting	27500	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>	27500	0	0.0000	0	0	0.0000	0.0000
<b>Public- Non Institutions</b>	E-Voting	6969750	404337	5.8013	404321	16	99.9960	0.0040
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>	6969750	404337	5.8013	404321	16	99.9960	0.0040
<b>Total</b>		26250000	19657087	74.8841	19657071	16	99.9999	0.0001
<b>Whether resolution is Pass or Not.</b>							Yes	

## Resolution (5)

Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Mr. Vijay Shrinivas (DIN 08337007) as CEO and Whole Time Director of the Company.				
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
<b>Promoter and Promoter Group</b>	<b>E-Voting</b>	19252750	19252750	100.0000	19252750	0	100.0000	0.0000
	<b>Poll</b>							
	<b>Postal Ballot (if applicable)</b>							
	<b>Total</b>	19252750	19252750	100.0000	19252750	0	100.0000	0.0000
<b>Public- Institutions</b>	<b>E-Voting</b>	27500	0	0.0000	0	0	0	0
	<b>Poll</b>							
	<b>Postal Ballot (if applicable)</b>							
	<b>Total</b>	27500	0	0.0000	0	0	0.0000	0.0000
<b>Public- Non Institutions</b>	<b>E-Voting</b>	6969750	404334	5.8013	404058	276	99.9317	0.0683
	<b>Poll</b>							
	<b>Postal Ballot (if applicable)</b>							
	<b>Total</b>	6969750	404334	5.8013	404058	276	99.9317	0.0683
<b>Total</b>		26250000	19657084	74.8841	19656808	276	99.9986	0.0014
<b>Whether resolution is Pass or Not.</b>							Yes	

## Resolution (6)

Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Re- Appointment of Mr. Nand Lal Khemka (DIN -00211084) as Chairman cum Managing Director of the company for a period of five years from April 1, 2025 till March 31, 2030 (both days inclusive).				
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	19252750	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		19252750	0	0.0000	0	0	0.0000
Public- Institutions	E-Voting	27500	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		27500	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	6969750	404332	5.8012	404316	16	99.9960	0.0040
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		6969750	404332	5.8012	404316	16	99.9960
<b>Total</b>		26250000	404332	1.5403	404316	16	99.9960	0.0040
<b>Whether resolution is Pass or Not.</b>							Yes	





# KANISHK ARORA & CO.

Company Secretaries | Regd. Valuer (SFA) | Peer Reviewer  
Peer Reviewed Unit | Regd. Trademark Agent

## SCRUTINIZER'S REPORT

To,  
Board of Directors  
Indag Rubber Limited  
Khemka House, 11 Community Centre,  
Saket, New Delhi-110017.

Scrutinizer's Report on: -

- i) voting done through remote e-voting conducted between Tuesday, August 13, 2024 (09:00 A.M.) to Thursday, August 15, 2024 (05:00 P.M.) and;
- ii) E-voting done through Video Conferencing ("VC")/ other Audio-Visual Means ("OAVM") at the Forty-Fifth Annual General Meeting ("AGM") of the Members of Indag Rubber Limited held on Friday, August 16, 2024 at 03:00 P.M. IST

Dear Sir,

I, Kanishk Arora, Company Secretary in Practice, appointed as Scrutinizer(s) for the purpose of voting done through remote E-voting and E-voting done through Video Conferencing ("VC")/ other Audio-Visual Means ("OAVM") at the Forty-Fifth (45<sup>th</sup>) Annual General Meeting held on Friday, August 16, 2024 at 03:00 P.M. IST, hereby submit my report as under:

### **1. Remote E-Voting:**

1.1 The Company has mailed notices to all the members of the Company on Thursday, July 25, 2024 through E-mails.

1.2 Remote E-voting facility was provided to the members of the company whose names appear on the Register of Members or in the register of Beneficial Owners maintained by Depositories as on Friday, August 9, 2024 being the record date fixed for the purpose to exercise their right to vote in respect of the resolutions to be passed at Forty-Fifth Annual General Meeting.

1.3 Remote E-voting period commenced on Tuesday, August 13, 2024 (09:00 A.M.) to Thursday, August 15, 2024 (05:00 P.M.) Thereafter the portal was disabled by NSDL for remote e-voting.

1.4 After the closure of the remote e-voting (which was available till Thursday, 15<sup>th</sup> August, 2024 (05:00 P.M.) and E-Voting done during the 45<sup>th</sup> AGM, a final report of the consolidated e-voting was generated by me on Friday, August 16, 2024 through the NSDL e-voting website, <https://www.evoting.nsdl.com> in the presence of Mr. Rajat and Mr. Satish, both of

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whom are not in employment of the company. They have signed below in confirmation of the votes being unblocked in their presence:

  
Mr. Rajat

  
Mr. Satish

**2. COMBINED RESULTS OF THE REMOTE E-VOTING AND E-VOTING AT THE 45<sup>TH</sup> ANNUAL GENERAL MEETING DONE THROUGH VIDEO CONFERENCING ("VC")/ OTHER AUDIO-VISUAL MEANS ("OAVM") ARE AS UNDER:**

**ORDINARY BUSINESS**

**Item No. 1 - Ordinary Resolution:** To receive, consider and adopt the financial statements of the company.

- a) Audited Standalone financial statements of the Company for the financial year ended March 31, 2024.  
b) Audited consolidated financial statements of the Company for the financial year ended March 31, 2024.

i) Voted in Favour of the Resolution:

Particulars	No. of Members who voted	No. of votes cast by them	% of total No. of Valid Votes Cast
Remote E-voting	116	1,96,56,950	100.00
E-voting at the AGM	12	121	0.00

ii) Voted against the Resolution:

Particulars	No. of Members who voted	No. of votes cast by them	% of total No. of Valid Votes Cast
Remote E-voting	7	16	0.00
E-voting at the AGM	-	-	-







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iii) Invalid Votes:

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	-	-
E-voting at the AGM	-	-

**Item No. 2 - Ordinary Resolution:** To declare the Final Dividend and confirm payment of Interim Dividend for the financial year 2023-2024.

i) Voted in Favour of the Resolution:

Particulars	No. of Members who voted	No. of votes cast by them	% of total No. of Valid Votes Cast
Remote E-voting	116	1,96,56,941	100.00
E-voting at the AGM	12	121	0.00

ii) Voted against the Resolution:

Particulars	No. of Members who voted	No. of votes cast by them	% of total No. of Valid Votes Cast
Remote E-voting	7	25	0.00
E-voting at the AGM	-	-	-

iii) Invalid Votes:

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	-	-
E-voting at the AGM	-	-





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**Item No. 3 - Ordinary Resolution:** To appoint a director in place of Mr. Uday Harsh Khemka (DIN - 00323609) who retires by rotation and being eligible, offers himself for re-appointment.

i) Voted in Favour of the Resolution:

Particulars	No. of Members who voted	No. of votes cast by them	% of total No. of Valid Votes Cast
Remote E-voting	108	4,04,200	99.97
E-voting at the AGM	12	121	0.03

ii) Voted against the Resolution:

Particulars	No. of Members who voted	No. of votes cast by them	% of total No. of Valid Votes Cast
Remote E-voting	7	16	0.00
E-voting at the AGM	-	-	-

iii) Invalid Votes:

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	-	-
E-voting at the AGM	-	-

## SPECIAL BUSINESS

**Item No. 4 - Ordinary Resolution:** Fixation of the remuneration of the Cost Auditors of the company for the FY 2024-2025.

i) Voted in Favour of the Resolution:

Particulars	No. of Members who voted	No. of votes cast by them	% of total No. of Valid Votes Cast
Remote E-voting	116	1,96,56,950	100.00
E-voting at the AGM	12	121	0.00





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ii) Voted against the Resolution:

Particulars	No. of Members who voted	No. of votes cast by them	% of total No. of Valid Votes Cast
Remote E-voting	7	16	0.00
E-voting at the AGM	-	-	-

iii) Invalid Votes:

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	-	-
E-voting at the AGM	-	-

**Item No. 5- Special Resolution: Re-appointment of Mr. Vijay Shrinivas (DIN 08337007) as CFO and Whole time Director of the Company.**

i) Voted in Favour of the Resolution:

Particulars	No. of Members who voted	No. of votes cast by them	% of total No. of Valid Votes Cast
Remote E-voting	115	1,96,56,687	100.00
E-voting at the AGM	12	121	0.00

ii) Voted against the Resolution:

Particulars	No. of Members who voted	No. of votes cast by them	% of total No. of Valid Votes Cast
Remote E-voting	8	276	0.00
E-voting at the AGM	-	-	-







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iii) Invalid Votes:

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	-	-
E-voting at the AGM	-	-

**Item No. 6- Special Resolution: Re- Appointment of Mr. Nand Lal Khemka (DIN -00211084) as Chairman cum Managing Director of the Company for a period of five years from April 1, 2025 till March 31, 2030 (both days inclusive).**

i) Voted In Favour of the Resolution:

Particulars	No. of Members who voted	No. of votes cast by them	% of total No. of Valid Votes Cast
Remote E-voting	108	4,04,195	99.97
E-voting at the AGM	12	121	0.03

ii) Voted against the Resolution:

Particulars	No. of Members who voted	No. of votes cast by them	% of total No. of Valid Votes Cast
Remote E-voting	7	16	0.00
E-voting at the AGM	-	-	-

iii) Invalid Votes:

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	-	-
E-voting at the AGM	-	-





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### 3. The Consolidation of the aforesaid results is given as under:

**Item No. 1- Ordinary Resolution:** To receive, consider and adopt the financial statements of the company for the financial year ended March 31, 2024

- Audited Standalone financial statements of the Company for the financial year ended March 31, 2024.
- Audited consolidated financial statements of the Company for the financial year ended March 31, 2024.

Particulars	Remote E-voting	E-voting at the AGM	Total	Percentage (%)
Assent	1,96,56,950	121	1,96,57,071	99.9999
Dissent		0	16	0.0001

*Results- Resolution was passed with requisite majority.*

**Item No. 2- Ordinary Resolution:** To declare the Final Dividend and confirm payment of Interim Dividend for the financial year 2023-2024.

Particulars	Remote E-voting	E-voting at the AGM	Total	Percentage (%)
Assent	1,96,56,941	121	1,96,57,062	99.9999
Dissent		0	25	0.0001

*Results- Resolution was passed with requisite majority.*

**Item No. 3- Ordinary Resolution:** To appoint a director in place of Mr. Uday Harsh Khemka (DIN - 00323609) who retires by rotation and being eligible, offers himself for re-appointment.

Particulars	Remote E-voting	E-voting at the AGM	Total	Percentage (%)
Assent	4,04,200	121	4,04,321	99.996
Dissent		0	16	0.004

*Results- Resolution was passed with requisite majority.*





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Peer Reviewed Unit | Regd. Trademark Agent

## SPECIAL BUSINESS

**Item No. 4 - Ordinary Resolution:** Fixation of the remuneration of the Cost Auditors of the company for the FY 2024-2025.

Particulars	Remote E-voting	E-voting at the AGM	Total	Percentage (%)
Assent	1,96,56,950	121	1,96,57,071	99.9999
Dissent	16	0	16	0.0001

*Results- Resolution was passed with requisite majority.*

**Item No. 5 – Special Resolution:** Re-appointment of Mr. Vijay Shrinivas (DIN 08337007) as CEO and Whole time Director of the Company

Particulars	Remote E-voting	E-voting at the AGM	Total	Percentage (%)
Assent	1,96,56,687	121	1,96,56,808	99.9986
Dissent	276	0	276	0.0014

*Results- Resolution was Passed with more than 3/4<sup>th</sup> of total votes in favour of the resolution.*

**Item No. 6 – Special Resolution:** Re- Appointment of Mr. Nand Lal Khemka (DIN - 00211084) as Chairman cum Managing Director of the Company for a period of five years from April 1, 2025 till March 31, 2030 (both days inclusive).

Particulars	Remote E-voting	E-voting at the AGM	Total	Percentage (%)
Assent	4,04,195	121	4,04,316	99.9960
Dissent	16	0	16	0.004

*Results- Resolution was Passed with more than 3/4<sup>th</sup> of total votes in favour of the resolution.*







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Company Secretaries | Regd. Valuer (SFA) | Peer Reviewer  
Peer Reviewed Unit | Regd. Trademark Agent

## Notes:

1. The electronic data and other relevant documents and records are under my safe custody and will be handed over to the Company Secretary of the Company for the safe custody once the Chairman considers, approves and signs the AGM minutes

You may accordingly declare the results of the voting done through remote E-voting and E-Voting at AGM.

Thanking You.

Yours Faithfully.

For Kanishk Arora & Co.  
Company Secretaries



  
**KANISHK ARORA**  
Company Secretary  
M.No.: 9575 CoP No : 13253

M. No. 9575

CoP No. 13253

Firm Registration No: S2014DE256300

Peer Review No. 1202/2021

UDIN: F009575F000991281

Date: 16<sup>th</sup> August, 2024

Place: New Delhi