

# Indokem Limited

(CIN: L31300MH1964PLC013088)

**Registered Office:**

"KHATAU HOUSE," Ground Floor  
Mogul Lane, Mahim (West),  
Mumbai - 400 016.

Phone : 022-61236767

Fax : 022-61236718

E-mail : [iklsecretarial@gmail.com](mailto:iklsecretarial@gmail.com)

Website: [www.indokem.co.in](http://www.indokem.co.in)

Ref. No. IKL/BSE/2015/

2<sup>nd</sup> May, 2015

To,  
The Manager,  
Dept. of Corporate Services,  
BSE Limited,  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort,  
Mumbai 400 001.

**BSE Scrip Code: 504092**

Dear Sir,

**Sub: Outcome of Meeting of the Equity Shareholders of the Company**

**Ref: Scheme of Amalgamation and Arrangement of Khatau Capacitors Private Limited and Indokem Exports Limited and Indokem Limited and their respective shareholders**

With reference to the above we would like to inform that in accordance with the directions of Hon'ble High Court of judicature at Bombay in Company Summons for Direction No. 228 of 2015, the meeting of equity shareholders of the Company was convened and held on 30<sup>th</sup> day of April, 2015 at 11 a.m. at Khatau House, Plot No. 410/411, Mogul Lane, Mahim (West), Mumbai – 400 016 to approve, with or without modifications, the arrangement embodied in the proposed Scheme of Amalgamation and Arrangement between Khatau Capacitors Private Limited ('Khatau Capacitors') and Indokem Exports Limited ('Indokem Exports') and Indokem Limited ('the Applicant Company' or 'Indokem') and their respective shareholders (hereinafter referred to as 'the Scheme') and the proposed reduction of share capital of Applicant Company.

All the resolutions have been passed with requisite majority at the meeting.

The said scheme shall be subject to further approval of the Hon'ble High Court of Judicature at Bombay and approval of regulatory authorities as may be required under applicable law.

We hereby enclose the details of the results of voting by equity shareholders, in compliance with clause 35A of the Listing Agreement.

Thanking you,

Yours faithfully,

**FOR INDOKEM LIMITED,**



**Sugandha Vaidya  
Company Secretary**

Encl.: As above

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## Details of Results of voting by Equity shareholders at Court Convened Meeting as per Clause 35A of the Listing Agreement

Date of the Court Convened Meeting	April 30, 2015		
Total number of shareholders on March 27, 2015 (cutoff date for reckoning the voting rights of the members) for Equity Shareholders Meeting	26,365		
<b>No. of Shareholders present in the Court convened meeting either in person or through proxy</b>	<b>Present in person (including Authorised Representatives)</b>	<b>Present through proxy</b>	<b>Total</b>
a) Promoters and Promoter Group	18	4	22
b) Public	26	6	32
<b>TOTAL</b>	<b>44</b>	<b>10</b>	<b>54</b>
No. of Shareholders attended the meeting through Video Conferencing	N.A.		
Promoters and Promoter Group:			
Public:			

Sr. No.	Details of Agenda	Resolution required
1	Scheme of Amalgamation and Arrangement between Khatau Capacitors Private Limited and Indokem Exports Limited and Indokem Limited and their respective shareholders as circulated to the shareholders along with the notice of CCM	Majority in number representing three-fourth in value
2	Reduction in share capital of Indokem Limited as per the Scheme of Amalgamation and Arrangement between Khatau Capacitors Private Limited and Indokem Exports Limited and Indokem Limited and their respective shareholders	Special Resolution

The complete details of voting are given in Annexure A.

Thanking you,

Yours faithfully,

**FOR INDOKEM LIMITED,**



**Sugandha Vaidya**  
**Company Secretary**  
Encl.: As above

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## Annexure A


### Resolution No. 1:

Category of shareholders	No. of Shares held	No. of votes polled	% of Votes polled on outstanding shares 3 = {2/1}*100	No. of votes in favour	No. of votes against	% of Votes in favour = (4/2)*100	% of Votes in against = (5/2)*100
	1	2	3	4	5	6	7
Promoter and Promoter Group	1,74,06,297	1,73,13,754	99.468%	1,73,13,754	0	100%	0%
Public – Institutional Shareholders	67,800	0	0%	0	0	0%	0%
Public – Others	70,23,091	57,416	0.817%	57,041	0	99.346%	0%
<b>Total</b>	<b>2,44,97,188</b>	<b>1,73,71,170</b>	<b>-</b>	<b>1,73,70,795</b>	<b>0</b>	<b>-</b>	<b>-</b>

### Resolution No. 2:

Category of shareholders	No. of Shares held	No. of votes polled	% of Votes polled on outstanding shares 3 = {2/1}*100	No. of votes in favour	No. of votes against	% of Votes in favour = (4/2)*100	% of Votes in against = (5/2)*100
	1	2	3	4	5	6	7
Promoter and Promoter Group	1,74,06,297	1,73,13,754	99.468%	1,73,13,754	0	100%	0%
Public – Institutional Shareholders	67,800	0	0%	0	0	0%	0%
Public – Others	70,23,091	57,416	0.817%	57,041	0	99.346%	0%
<b>Total</b>	<b>2,44,97,188</b>	<b>1,73,71,170</b>	<b>-</b>	<b>1,73,70,795</b>	<b>0</b>	<b>-</b>	<b>-</b>

Thanking you,  
Yours faithfully,  
**FOR INDOKEM LIMITED,**

  
**Sugandha Vaidya**  
Company Secretary  
Encl.: As above

*Note: Out of the total votes poled on both resolution No. 1 and 2, 375 voted were invalid.*