

**THE INDUSTRIAL & PRUDENTIAL INVESTMENT Co. LTD.**

**Regd. Office :**

125, Maker Chambers III, Nariman Point,  
Mumbai - 400 021 • Telephone : 2285 4243  
Email : indpru@vsnl.net

To  
MS. BHUVANA SRIRAM  
Relationship Manager,  
Corporate Relationship Department,  
BSE Limited,, Rotunda Building,  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort MUMBAI – 400 023

Dated 11th July, 2016

**Re: Scrutinizer's Report – Postal Ballot  
BSE Code 501298**

Dear Sirs,

We refer to the uploading of the above report vide our letter dated 9<sup>th</sup> July, 2016.

After uploading we noticed that through oversight wrong file was attached to the said letter. We sincerely regret for the same.

We now enclose the correct report.


Please note that there is no change in the outcome of the Postal Ballot. As per the said Postal Ballot all resolutions mentioned in the notice dated 9<sup>th</sup> July, 2016 have been passed with requisite majority.

We sincerely regret and apologise for the inconvenience caused to you. This may be placed on record.

Thank you

Yours faithfully

**The Industrial & Prudential  
Investment Company Limited**

  
**A.V. Setalvad  
Chairman**

Encl: as above

# MAYUR MEHTA

B. Com. (Hons.), A.C.S., A.C.A., M.A. (Hist.)

**Practising Company Secretary**

## SCRUTINIZER'S REPORT

To

The Chairman  
The Industrial & Prudential  
Investment Company Limited  
125, Maker Chambers III  
Nariman Point  
Mumbai 400021

Date 09.07.2016

Sub: Report on Postal Ballot

Dear Sir,

### 1. Appointment

I, Mayur Mehta PCS, has been appointed by the Board of Directors of The Industrial & Prudential Investment Company Limited (hereinafter referred to as "the Company") as Scrutinizer in accordance with the Rule 22(5) of the Companies (Management & Administration) Rules, 2014 (hereinafter referred to as the "the Rules") for conduct of voting process of the postal ballot notice dated 30<sup>th</sup> May, 2016, in a fair and transparent manner.

### 2. Scope of Work

Compliance with the provisions of the Companies Act, 2013, Rules made; Circulars, Notifications and Orders issued thereunder (hereinafter collectively referred to as "the Act") relating to the postal ballot is the responsibility of the management. My responsibility as a scrutinizer is to ensure that the voting process is conducted in a fair and transparent manner and submit report to the Chairman in accordance with the Rule 22(9).

### 3. Resolutions under Postal Ballot

The Company by Notice of Postal Ballot dated 30<sup>th</sup> May, 2016 pursuant to Section 110 of the Act and the Rule 22 of the Rules transacted the following business by voting through the postal ballot: -



- a. Change of the situation of the registered office of the Company from the State of Maharashtra to the State of West Bengal.
- b. Consequential amendments to the Memorandum of Association, and
- c. Maintenance of records with the Registrar and Transfer Agents (RTA) are proposed to be passed by the Members through postal ballot/ e – voting.

#### 4. Voting Process through Postal Ballot

Sr No	Particulars	Details
1	Date of Postal Ballot Notice	30 <sup>th</sup> May, 2016
2	Cutoff date for voting	1 <sup>st</sup> June, 2016
3	E voting system provided by	Central Depository Services (India) Limited (CDSL)
4	Registrar and Transfer Agents	Link Intime India Private Limited
5	EVSIN	160602005
6	Voting Start Date	8 <sup>th</sup> June, 2016 at 9.00 am
7	Voting End Date	7 <sup>th</sup> July, 2016 at 5.00 pm
8	No of Resolutions	3
9	No of members as on 01.06.2016	1324
10	No of members to whom Notice sent by e mail	557
11	No of members to whom Notice sent physically by speed post	767
12	Voting Rights (No of shares equaling to vote	1 (One)
13	No of shares	581780
14	Unclaimed shares on which voting rights remain frozen in accordance with Regulation 39 read with Schedule VI of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 [LODR}	8703
15	Downloading of Data from CDSL	Unblocked on 7 <sup>th</sup> July, 2016 after 5.00 pm and data was downloaded from CDSL website.
16	Physical ballot	Any physical ballot received after 5.00 pm on 7 <sup>th</sup> July, 2016 was not considered as per the Postal Ballot Notice.
17	Scrutiny process	Data of e voting and physical ballot forms were diligently scrutinized.
18	Validity of votes in case of double voting	Where the members have voted e-voting as well as by Ballot form, e-voting only considered.



## 5. Result of Voting Process through Postal Ballot

<b>Item 1 of the Notice – Special Resolution</b>			
<b>Shifting of Registered Office from the State of Maharashtra to the State of West Bengal</b>			
Total Number of Shareholders	1324		
Total Number of Shares	581780		
Unclaimed Securities Suspense Account on which voting rights is frozen	8703		
Receipt of Postal Ballot (Physical and e- voting)	50		
Invalid Postal Ballot Form (Physical and e- voting)	3		
Valid votes	404480		
<b>A. Votes in favour of the Resolution</b>			
Particulars of Postal Ballot Voting	Number of members votes	Number of votes cast by them	% of total number of valid votes cast
Physical	21	387126	95.71
E-voting	4	2146	0.53
<b>Total</b>		389272	96.24
<b>B. Votes against the Resolution</b>			
Particulars of Postal Ballot Voting	Number of members votes	Number of votes cast by them	% of total number of valid votes cast
Physical	10	3101	0.76
E-voting	12	12107	3.00
<b>Total</b>		15208	3.76
<b>C. Invalid Votes</b>			
Particulars of Postal Ballot Voting	Number of members votes	Number of votes cast by them	% of total number of valid votes cast
Physical	3	14	0.00
E-voting	0	0	
<b>Total</b>	3	14	0.00

The resolution at Item 1 is passed with requisite majority and it is deemed to have been passed on the date of declaration of result i.e. 9<sup>th</sup> July, 2016



<b>Item 2 of the Notice – Special Resolution Alteration of the Memorandum of Association</b>				
Total Number of Shareholders		1324		
Total Number of Shares		581780		
Unclaimed Securities Suspense Account on which voting rights is frozen		8703		
Receipt of Postal Ballot (Physical and e- voting)		50		
Invalid Postal Ballot Form (Physical and e- voting)		3		
Valid votes		404480		
<b>A. Votes in favour of the Resolution</b>				
Particulars of Postal Ballot Voting	Number of members votes	Number of votes cast by them	% of total number of valid votes cast	
Physical	22	387186	95.72	
E-voting	4	2146	0.53	
<b>Total</b>		389332	96.25	
<b>B. Votes against the Resolution</b>				
Particulars of Postal Ballot Voting	Number of members votes	Number of votes cast by them	% of total number of valid votes cast	
Physical	9	3041	0.75	
E-voting	12	12107	3.00	
<b>Total</b>		15148	3.75	
<b>C. Invalid Votes</b>				
Particulars of Postal Ballot Voting	Number of members votes	Number of votes cast by them	% of total number of valid votes cast	
Physical	3	14	0.00	
E-voting	0	0		
<b>Total</b>	3	14	0.00	

The resolution at Item 2 is passed with requisite majority and it is deemed to have been passed on the date of declaration of result i.e. 9<sup>th</sup> July, 2016



<b>Item 3 of the Notice – Special Resolution</b>				
<b>Maintenance of records pertaining to the Shareholders</b>				
Total Number of Shareholders		1324		
Total Number of Shares		581780		
Unclaimed Securities Suspense Account on which voting rights is frozen		8703		
Receipt of Postal Ballot (Physical and e- voting)		50		
Invalid Postal Ballot Form (Physical and e- voting)		3		
Valid votes		404480		
<b>A. Votes in favour of the Resolution</b>				
Particulars of Postal Ballot Voting	Number of members votes	Number of votes cast by them	% of total number of valid votes cast	
Physical	22	387186	95.72	
E-voting	4	2146	0.53	
<b>Total</b>		389332	96.25	
<b>B. Votes against the Resolution</b>				
Particulars of Postal Ballot Voting	Number of members votes	Number of votes cast by them	% of total number of valid votes cast	
Physical	9	3041	0.75	
E-voting	12	12107	3.00	
<b>Total</b>		15148	3.75	
<b>C. Invalid Votes</b>				
Particulars of Postal Ballot Voting	Number of members votes	Number of votes cast by them	% of total number of valid votes cast	
Physical	3	14	0.00	
E-voting	0	0		
<b>Total</b>	3	14	0.00	

The resolution at Item 3 is passed with requisite majority and it is deemed to have been passed on the date of declaration of result i.e. 9<sup>th</sup> July, 2016



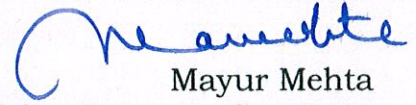
## 6. Records

The relevant records relating to postal ballot shall remain in my custody till the Chairman considers, approves and signs the minutes.

The Company in compliance with the Act and LODR is requested to declare the result at the registered office, upload the same on the website of BSE, Company and CDSL and advertise in the newspaper

Thank you,

Yours faithfully



Mayur Mehta  
Practising Company Secretary  
Scrutinizer  
M. No A3132  
CP 9952

