

# ISL CONSULTING LIMITED

CIN No. : L67120GJ1993PLC086576

Regd. Office : 501, 5th Floor, Abhijeet - II, Above Standard Chartered Bank, Nr. Mithakhali Six Road,  
Ahmedabad-380009. Ph. 079-40030351, 079-40030352 Fax : 079-30077352  
E-mail : innogroup@gmail.com , Website : www.islconsulting.in

September 29, 2016

To,  
BSE Limited  
PJ Towers,  
Dalal Street,  
Mumbai-400 001

Dear Sir,

**Sub: Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015  
Voting Results of the 24<sup>th</sup> Annual General Meeting of the company held on September 27, 2016.**

Pursuant to Regulation 44(3) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, please find enclosed Voting Results of the business transacted at the 24<sup>th</sup> Annual General Meeting of the Members of ISL Consulting Limited held on Tuesday, September 29, 2016 at 11:00 AM at 404, Aniket Building, Nr. Municipal Market, C.G. Road, Ahmedabad-380009.

Further, Pursuant to the provisions of Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014, Report of the Scrutinizer dated September 29, 2016 is also enclosed herewith.

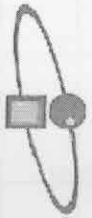
Kindly take the same on record.

Thanking You,

Yours Faithfully,  
**FOR, ISL Consulting Limited**

**Bhanupriya Katta**  
Company Secretary





# ISL CONSULTING LIMITED

Regd Office: 501, 5<sup>th</sup> Floor, Abhijeet-II, Above Standard Chartered Bank, Nr. Mithakhali Six Road, Ahmedabad-380009 Ph: 079-

40030351/40030352 Fax: 079-30077352

Email: innogroup@gmail.com Website: www.islconsulting.in CIN:L67120GJ1993PLC086576

## Format for Voting Results

Date of the AGM/EGM	27th Spetember, 2016					
Total number of shareholders on record date	9137					
No. of shareholders present in the meeting either in person or through proxy:						
Promoters and Promoter Group:	2					
Public:	30					
No. of Shareholders attended the meeting through Video Conferencing	Not Applicable					
Promoters and Promoter Group:						
Public:						

Agenda- 1 To receive, consider and adopt the Audited Profit and Loss Account for the year ended March 31, 2016 and the Balance Sheet as on that date and the Cash Flow for the year ended as at that date together with the Reports of the Board of Directors and the Auditors thereon.

Resolution required: (Ordinary/ Special)	Ordinary Resolution								
Whether promoter/ promoter group are interested in the agenda/resolution?	None of the promoter or promoter group entities were interested in the resolution								
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 in against on Votes Polled (7)=[(5)/(2)]*100	
Promoter and Promoter Group	Evoing	5746378	5746378		100	5746378	0	100	0



	Poll	0	0	0	0	0	0	0	0	0	0	0	0
	Postal ballot (if applicable)	0	0	0	0	0	0	0	0	0	0	0	0
	Total	5746378	5746378	100	5746378	0	100	0	0	0	0	0	0
Public institutions	Evoing	0	0	0	0	0	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0	0	0	0	0	0
	Postal ballot (if applicable)	0	0	0	0	0	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0	0	0	0	0	0
Public- Non Institutions	Evoing	1	1	100	1	0	100	0	0	0	100	0	0
	Poll	2481811	2347280	94.58	2347280	0	100	0	0	100	0	0	0
	Postal ballot (if applicable)	0	0	0.00	0	0	0	0	0	0	0	0	0
	Total	2481812	2347281	94.58	2347281	0	100	0	0	100	0	0	0
Total		8228190	8093659	98.36	8093659	0	100	0	0	100	0	0	0

Agenda- 2 To appoint Ms. Reema A. Shah (DIN: 02698529) as director, who retires by rotation, and being eligible offers herself for re-appointment.

Resolution required: (Ordinary/ Special)		Ordinary Resolution											
Whether promoter/ promoter group are interested in the agenda/resolution?		Ms. Reema A. Shah(Promoter) was interested in the resolution.											
Category	Mode of Voting	No. of shares	No. of Votes	% of Votes polled on outstanding shares	No. of Votes in	No. of Votes	% of Votes in favour on Votes	% of Votes in against on Votes					
Promoter and Promoter Group	Evoing	5746378	5746378	100	5746378	0	100	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0	0	0	0	0	0
	Postal ballot (if applicable)	0	0	0	0	0	0	0	0	0	0	0	0
	Total	5746378	5746378	100	5746378	0	100	0	0	0	0	0	0
Public institutions	Evoing	0	0	0	0	0	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0	0	0	0	0	0



	Postal ballot (if applicable)	0	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0	0
Public- Non Institutions	Evoing	1	1	100	1	0	100	0	0
	Poll	2481811	2347280	94.58	2347280	0	100	0	0
	Postal ballot (if applicable)	0	0	0.00	0	0	0	0	0
	Total	2481812	2347281	94.58	2347281	0	100	0	0
Total		8228190	8093659	98.36	8093659	0	100	0	0

Agenda- 3 To Appoint M/s. Bihari Shah & Co. Chartered Accountants, Ahmedabad (F.R. No. 119020W) as Statutory Auditors of the company to hold office from the conclusion of this Annual General Meeting until the conclusion of next Annual General Meeting of the company, on such remuneration as may be determined by the board of Directors/ Audit committee in consultation with the Auditors.

Resolution required: (Ordinary/ Special)		Ordinary Resolution							
Whether promoter/ promoter group are interested in the agenda/resolution?		None of the promoter or promoter group entities were interested in the resolution							
Category	Mode of Voting	No. of shares	No. of Votes	% of Votes polled on outstanding shares	No. of Votes in	No. of Votes	% of Votes in favour on Votes	% of Votes in against on Votes	
Promoter and Promoter Group	Evoing	5746378	5746378	100	5746378	0	100	0	0
	Poll	0	0	0	0	0	0	0	0
	Postal ballot (if applicable)	0	0	0	0	0	0	0	0
	Total	5746378	5746378	100	5746378	0	100	0	0
Public institutions	Evoing	0	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0	0
	Postal ballot (if applicable)	0	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0	0





Public- Non Institutions	Evoting	1	1	100	1	0	100	0
	Poll	2481811	2347280	94.58	2347280	0	100	0
	Postal ballot (if applicable)	0	0	0.00	0	0	0	0
Total	2481812	2347281	94.58	2347281	0	100	100	0
Total	8228190	8093659	98.36	8093659	0	100	100	0

Agenda- 4 To appoint Mr. Ankit J. Shah (DIN: 02695987) as Managing Director of the company and fixation of his remuneration		Ordinary Resolution							
Resolution required: (Ordinary/ Special)		Ms. Reema A. Shah (Promoter) was interested in the resolution.							
Whether promoter/ promoter group are interested in the agenda/resolution?									
Category	Mode of Voting	No. of shares	No. of Votes	% of Votes polled on outstanding shares	No. of Votes in	No. of Votes	% of Votes in favour on Votes	% of Votes in against on Votes	
Promoter and Promoter Group	Evoting	5746378	5746378	100	5746378	0	100	0	
	Poll	0	0	0	0	0	0	0	
	Postal ballot (if applicable)	0	0	0	0	0	0	0	
	Total	5746378	5746378	100	5746378	0	100	0	
Public institutions	Evoting	0	0	0	0	0	0	0	
	Poll	0	0	0	0	0	0	0	
	Postal ballot (if applicable)	0	0	0	0	0	0	0	
	Total	0	0	0	0	0	0	0	
Public- Non Institutions	Evoting	1	1	100	1	0	100	0	
	Poll	2481811	2347280	94.58	2347280	0	100	0	
	Postal ballot (if applicable)	0	0	0.00	0	0	0	0	
	Total	2481812	2347281	94.58	2347281	0	100	0	
Total	8228190	8093659	98.36	8093659	0	100	0		



Agenda- 5 To Appoint Mr. Sandeep K. Thacker (DIN: 07484448) as Independent Director of the company.

Resolution required: (Ordinary/ Special)

Ordinary Resolution

Whether promoter/ promoter group are interested in the agenda/resolution?

None of the promoter or promoter group entities were interested in the resolution

Category	Mode of Voting	No. of shares	No. of Votes	% of Votes polled on outstanding shares	No. of Votes in	No. of Votes	% of Votes in favour on Votes	% of Votes in against on Votes
Promoter and Promoter Group	Evoing	5746378	5746378	100	5746378	0	100	0
	Poll	0	0	0	0	0	0	0
	Postal ballot (if applicable)	0	0	0	0	0	0	0
	Total	5746378	5746378	100	5746378	0	100	0
Public institutions	Evoing	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal ballot (if applicable)	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	Evoing	1	1	100	1	0	100	0
	Poll	2481811	2347280	94.58	2347280	0	100	0
	Postal ballot (if applicable)	0	0	0.00	0	0	0	0
	Total	2481812	2347281	94.58	2347281	0	100	0
	Total	8228190	8093659	98.36	8093659	0	100	0

Bharupriya Katta  
Company Secretary



Place: Ahmedabad  
Date: 29/09/2016



**Report of Scrutinizer on E-voting Results**  
**[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(3)(xi) of the**  
**Companies (Management and Administration) Rules, 2014]**  
**[ISL Consulting Limited]**

To,  
The Chairman  
ISL Consulting Limited  
501, 5th Floor, Abhijeet-II  
Above Standard Chartered Bank,  
Nr. Mithakhali Six Road,  
Ahmedabad-380009,  
Gujarat, India

Date: 28<sup>th</sup> September, 2016

Dear Sir,

**Re: Ordinary Resolution to be passed by the Members of ISL CONSULTING LIMITED through E-Voting process.**

I, **Keyur J. Shah**, Practicing Company Secretary, 6-Darpan Society, Above Central Bank, St. Xavier's Loyola Road, Darpan Six Cross Roads, Ahmedabad-380013, Gujarat, India, appointed as Scrutinizer for the purpose of scrutinizing e-voting process in fair and transparent manner in respect of the below mentioned resolutions, hereby submit my report as under:

1. In accordance with the Notice of the Postal Ballot/ E-Voting sent to the members, the voting through electronic means was started at 09.00 A.M. on 23rd September, 2016 and ended at 05.00 P.M. on 26th September, 2016.
2. The members holding shares as on the cut-off date i.e. 19<sup>th</sup> September, 2016 were entitled to vote on the resolutions as stated in the Notice of the Postal Ballot/ E-Voting.
3. The votes were unblocked at 01.30 P.M. on 27th September, 2016 in the presence of Ms. Koshani. D Shah and Ms. Kunjan J. Mistry who are not the employees of the Company, and who have signed below as witnesses to the unblocking of the votes.



4. The e-voting results/list downloaded from the website of the Central Depository Services (India) Limited ([www.evotingindia.com](http://www.evotingindia.com)) is being handed over to the Chairman along with this report.

5. The result of the e-voting is as under:

**A. Resolution No. 1: Ordinary Business**

To receive, consider and adopt the Audited Profit and Loss Account for the year ended March 31, 2016 and the Balance Sheet as on that date and the Cash Flow for the year ended as at that date together with the Reports of the Board of Directors and the Auditors thereon.

i. Voted **in favour** of the resolution:

Number of members' voting through electronic means	Number of votes cast by them	% of the total number of valid votes cast
13	57,46,379	100.00%

ii. Voted **against** the resolution:

Number of members' voting through electronic means	Number of votes cast by them	% of the total number of valid votes cast
NIL	NIL	NIL

iii. **Invalid** Votes:

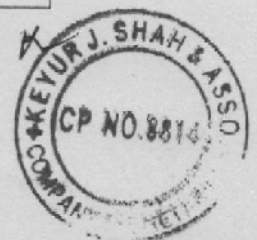
Total number of members' whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

**B. Resolution No. 2: Ordinary Business**

To appoint Ms. Reema A. Shah (DIN: 02698529) as director, who retires by rotation, and being eligible offers herself for re-appointment.

i. Voted **in favour** of the resolution:

Number of members' voting through electronic means	Number of votes cast by them	% of the total number of valid votes cast
13	57,46,379	100.00%





ii. Voted **against** the resolution:

Number of members' voting through electronic means	Number of votes cast by them	% of the total number of valid votes cast
NIL	NIL	NIL

iii. **Invalid Votes:**

Total number of members' whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

**C. Resolution No. 3: Ordinary Business**

To Appoint M/s. Bihari Shah & Co. Chartered Accountants, Ahmedabad (F.R. No. 119020W) as Statutory Auditors of the company to hold office from the conclusion of this Annual General Meeting until the conclusion of next Annual General Meeting of the company, on such remuneration as may be determined by the board of Directors/ Audit committee in consultation with the Auditors.

i. Voted **in favour** of the resolution:

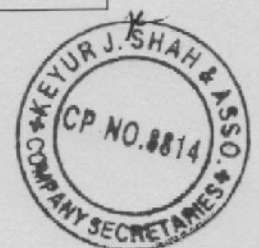
Number of members' voting through electronic means	Number of votes cast by them	% of the total number of valid votes cast
13	57,46,379	100.00%

ii. Voted **against** the resolution:

Number of members' voting through electronic means	Number of votes cast by them	% of the total number of valid votes cast
NIL	NIL	NIL

iii. **Invalid Votes:**

Total number of members' whose votes were declared invalid	Total number of votes cast by them
NIL	NIL



**D. Resolution No. 4: Special Business**

To appoint Mr. Ankit J. Shah (DIN: 02695987) as Managing Director of the company and fixation of his remuneration

i. Voted **in favour** of the resolution:

Number of members' voting through electronic means	Number of votes cast by them	% of the total number of valid votes cast
13	57,46,379	100.00%

ii. Voted **against** the resolution:

Number of members' voting through electronic means	Number of votes cast by them	% of the total number of valid votes cast
NIL	NIL	NIL

iii. **Invalid** Votes:

Total number of members' whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

**E. Resolution No. 5: Special Business**

To Appoint Mr. Sandeep K. Thacker (DIN: 07484448) as Independent Director of the company.

i. Voted **in favour** of the resolution:

Number of members' voting through electronic means	Number of votes cast by them	% of the total number of valid votes cast
13	57,46,379	100.00%

ii. Voted **against** the resolution:

Number of members' voting through electronic means	Number of votes cast by them	% of the total number of valid votes cast
NIL	NIL	NIL



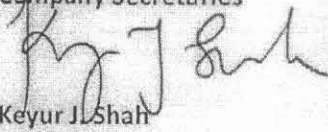
iii. Invalid Votes:

Total number of members' whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

Thanking you,

Yours faithfully,

For, Keyur J Shah and Associates  
Company Secretaries

  
Keyur J. Shah

Proprietor

Membership Number: ACS 16687

COP. No.: 8814

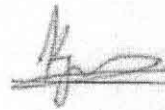


We, the undersigned, witnessed that the votes were unblocked from the e-voting website of the Central Depository Services (India) Limited ([www.evotingindia.com](http://www.evotingindia.com)) in our presence at 01.30 P.M. on 27<sup>th</sup> September, 2016 at the office of the scrutinizer.

  
\_\_\_\_\_

Name & Address of the Witness

1. Ms. Koshani D. Shah  
12/B Aryarat Bunglows,  
Near Prenatirth Derasar,  
Satellite, Ahmadabad- 380015

  
\_\_\_\_\_

Name & Address of the Witness

2. Ms. Kunjan J. Mistry  
21, Shivshakti,  
Nutunshakti nagar society,  
Jain crossroads, Maninagar,  
Ahmadabad- 380008

Date: 29/9/16  
Place: A'bad

Received with Acknowledgment

  
\_\_\_\_\_

Chairman





**FORM NO. MGT-13**

**REPORT OF SCRUTINIZER**

**[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies  
(Management and Administration) Rules, 2014]  
[ISL Consulting Limited]**

To,  
The Chairman,  
ISL Consulting Limited,

Date: 29<sup>th</sup> September, 2016

24<sup>th</sup> Annual General Meeting of the Members of ISL Consulting Limited held on Tuesday, 27<sup>th</sup> September, 2016 at 11.00 A.M. at 404, Aniket Building, Nr. Municipal Market, C.G. Road, Ahmedabad-380 009.

Dear Sir,

I, Keyur J. Shah, Practicing Company Secretary, 6-Darpan Society, Above Central Bank, St. Xavier's Loyola Road, Darpan Six Cross Roads, Ahmedabad-380013, Gujarat, India, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolutions, at the 24th Annual General Meeting of the Members of ISL consulting Limited ("the Company") held on Tuesday, 27th September, 2016 at 11.00 A.M. 404, Aniket Building, Nr. Municipal Market, C.G. Road , Ahmedabad-380 009, Gujarat, submit our report as under:

1. After the time fixed for closing of the poll by the Chairman, 1 (One) Ballot Box kept for the polling was locked in the presence of the members and marked with due identification mark by me.
2. The locked ballot box was subsequently opened in our presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by M/s. Purva Sharegistry (India) Pvt. Ltd, the Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company. Appropriate arrangement was made/ actions were taken to eliminate duplicate voting i.e. e-voting as well as on poll. Poll papers were issued to those members present at the Annual General Meeting, who had not voted through e-voting.
3. The poll papers, which were incomplete and / or which were otherwise found defective, have been treated as invalid and kept separately.

1 | *Scrutinizer's Report on the 24<sup>th</sup> Annual General Meeting of ISL Consulting Limited*





4. The result of the Postal Ballot is as under:

**A. Resolution No. 1: Ordinary Business**

To receive, consider and adopt the Audited Profit and Loss Account for the year ended March 31, 2016 and the Balance Sheet as on that date and the Cash Flow for the year ended as at that date together with the Reports of the Board of Directors and the Auditors thereon.

i. Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of the total number of valid votes cast
32	2347280	100%

ii. Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of the total number of valid votes cast
0	0	0

iii. Invalid Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
5	134531

Note:

1. Invalid votes are assessed on the basis of deficiency in the ballot papers submitted by the Shareholders.
2. 32 members were present at the meeting, however only 23 members voted through the ballot paper at the meeting.

**B. Resolution No. 2: Ordinary Business**

To Appoint Mrs. Reema C. Kothari (DIN: 02698529) as Director, who retires by rotation and being eligible offers herself for re-appointment.

i. Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of the total number of valid votes cast
32	2347280	100%

ii. Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of the total number of valid votes cast
0	0	0



iii. **Invalid Votes:**

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
5	134531

*Note:*

1. *Invalid votes are assessed on the basis of deficiency in the ballot papers submitted by the Shareholders.*
2. *32 members were present at the meeting, however 23 members voted through the ballot paper at the meeting.*

**C. Resolution No. 3: Ordinary Business**

To Appoint M/s. Bihari Shah & Co. Chartered Accountants, Ahmedabad (F.R. No. 119020W) as Statutory Auditors of the company to hold office from the conclusion of this Annual General Meeting until the conclusion of next Annual General Meeting of the company, on such remuneration as may be determined by the board of Directors/ Audit committee in consultation with the Auditors.

i. **Voted in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of the total number of valid votes cast
32	2347280	100%

ii. **Voted against** the resolution:

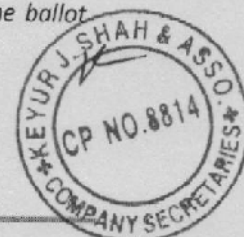
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of the total number of valid votes cast
0	0	0%

iii. **Invalid Votes:**

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
5	134531

*Note:*

1. *Invalid votes are assessed on the basis of deficiency in the ballot papers submitted by the Shareholders.*
2. *32 members were present at the meeting, however 23 members voted through the ballot paper at the meeting.*



**D. Resolution No. 4: Special Business**

To appoint Mr. Ankit J. Shah (DIN: 02695987) as Managing Director of the company and fixation of his remuneration

i. Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of the total number of valid votes cast
32	2347280	100%

ii. Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of the total number of valid votes cast
0	0	0

iii. **Invalid Votes:**

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
5	134531

*Note:*

1. *Invalid votes are assessed on the basis of deficiency in the ballot papers submitted by the Shareholders.*
2. *32 members were present at the meeting, however 23 members voted through the ballot paper at the meeting.*

**E. Resolution No. 5: Special Business**

To Appoint Mr. Sandeep K. Thacker (DIN: 07484448) as Independent Director of the company.

iv. Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of the total number of valid votes cast
32	2347280	100%





v. Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of the total number of valid votes cast
0	0	0

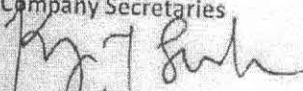
vi. Invalid Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
5	134531

Note:

- Invalid votes are assessed on the basis of deficiency in the ballot papers submitted by the Shareholders.
- 32 members were present at the meeting, however 23 members voted through the ballot paper at the meeting
- A separate annexure containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
- The ballot papers and all other relevant records after examination were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.

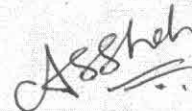
Thanking you,  
Yours faithfully,

For, Keyur J Shah and Associates  
Company Secretaries  
  
Keyur J Shah  
Proprietor  
Membership Number: ACS 16687  
COP. No.: 8814



Date: 29/9/16  
Place: A'bad

Received with Acknowledgment



Chairman