

IRSL:STEXCH:2018-19:  
9<sup>th</sup> April 2018

National Stock Exchange of India Limited  
Exchange Plaza, 5<sup>th</sup> Floor,  
Bandra - Kurla Complex,  
Bandra (E)  
Mumbai - 400 051.  
Thru.: **NEAPS**  
Stock Code NSE: **INDORAMA**

BSE Limited  
Floor 25,  
P. J. Towers,  
Dalal Street,  
Mumbai - 400 001.  
Thru.: **BSE Listing Centre**  
Stock Code BSE: **500207**

**Indo Rama Synthetics (India) Limited**

**Sub: Proceedings of 1<sup>st</sup> Extra-ordinary General Meeting held on Saturday, 7<sup>th</sup> April 2018**

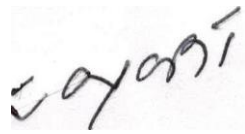
Dear Sir,

This is to inform you that pursuant to the Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed gist of proceedings of the 1<sup>st</sup> Extra-ordinary General Meeting of the Members of the Company held on Saturday, 7<sup>th</sup> April 2018.

This is for your kind information and record.

Thanking you.

Yours faithfully,  
for **Indo Rama Synthetics (India) Limited**



**Jayantk Sood**  
**CHRO & Company Secretary**  
(ICSI Membership No.: FCS 4482)

Encl.: As above.

**GIST OF THE PROCEEDINGS OF THE 1<sup>ST</sup> EXTRA-ORDINARY GENERAL MEETING OF INDO RAMA SYNTHETICS (INDIA) LIMITED HELD ON SATURDAY, 7<sup>TH</sup> APRIL 2018.**

**1. Date, Time and Venue of the Meeting:**

The 1<sup>st</sup> Extra-ordinary General Meeting (EGM) of the Members of the Company was held on Saturday, 7<sup>th</sup> April 2018 and the meeting commenced at 1:30 PM, at A-31, MIDC Industrial Area, Butibori, Nagpur-441122, Maharashtra and the meeting was concluded at 3:00 PM.

**2. Brief details of items deliberated at the Meeting and result thereof:**

- Dr. Arvind Pandalai, Independent Director, chaired the proceedings of the Meeting.
- The requisite quorum being present, the Chairman called the Meeting to in order.
- With the permission of the members present at the meeting, the Notice convening the 1<sup>st</sup> Extra-ordinary General Meeting of the Company, as circulated to the members of the Company was taken as read.
- The Chairman informed that Remote e-Voting commenced at 9:00 AM on 4<sup>th</sup> April 2018 and ended at 5:00 PM on 6<sup>th</sup> April 2018.
- The Chairman informed the Members that the Board of Directors have engaged the services of National Securities Depository Limited (NSDL) as the Agency to provide Remote e-Voting facility.
- The Chairman further informed the Members that Mr. Neeraj Arora, Partner, M/s Sanjay Grover & Associates, Company Secretaries, (Firm Registration No.P2001DE052900 and CP No. 16186), was appointed as the Scrutinizer for the purpose of scrutinizing the Remote e-Voting process and also appointed Mr. Ravi Shanker Kapoor (DP-ID 1203800000050251), Member of the Company, as the Scrutinizer for the purpose of scrutinizing the Poll process and votes given on the Poll and report thereon in the prescribed manner.
- The Chairman explained the implications of the resolutions in detail to the members and informed that the Company had arranged for poll on the resolutions at the meeting. On the invitation of the Chairman, several queries raised by the Members, which were replied by the Chairman satisfactorily. Thereafter, the Chairman ordered poll to be taken at the meeting through Poll Paper and requested Mr. Ravi Shanker Kapoor, Scrutinizer for an orderly conduct of the voting.

- The following items of business as set out in the 1<sup>st</sup> EGM Notice calling the Meeting were put for shareholders' approval:

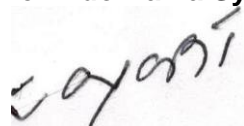
Sl. No.	Description	Nature of Resolution
<b>Special Business</b>		
1.	Issuance of redeemable Non-convertible Debentures (NCDs) by the Company on private placement basis.	Special Resolution
2.	Re-appointment of Mr. Om Prakash Lohia as Chairman & Managing Director of the Company for a further period of three years and fixation of revised Remuneration thereof.	Special Resolution
3.	Re-structuring of remuneration payable to Mr. Vishal Lohia, Whole-time Director of the Company, for the remaining tenure, with effect from 1 <sup>st</sup> September 2017 to 31 <sup>st</sup> March 2019.	Special Resolution

- The Chairman further informed the Members that the Results of Voting along with Scrutinizers Report shall be disseminated to the Stock Exchanges and also uploaded on the website of the Company ([www.indoramaindia.com](http://www.indoramaindia.com)) and National Securities Depository Limited ([www.evoting.nsdl.com](http://www.evoting.nsdl.com)), the agency providing the Remote e-Voting facility.

### 3. **Manner of approval:**

- Pursuant to the provisions of the Companies Act, 2013 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided Remote e-Voting facilities to its members to cast votes, electronically, on all the resolutions as set out in the Notice.
- The Chairman further informed the Members that the facility for voting through Poll Paper is made available at the Meeting for Members, who have not cast their vote through Remote e-Voting.
- All the resolutions as set out in the Notice calling the 1<sup>st</sup> EGM were passed with the requisite majority and are deemed to be passed on the date of the 1<sup>st</sup> EGM, i.e., 7<sup>th</sup> April 2018.

for Indo Rama Synthetics (India) Limited



**Jayantk Sood**  
**CHRO & Company Secretary**  
 (ICSI Membership No.: FCS 4482)