

IRSL:STEXCH:2018-19:
9th April 2018

National Stock Exchange of India Limited
Exchange Plaza, 5th 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.: Disclosure of Voting Results of 1st Extra-ordinary General Meeting held on Saturday, 7th April 2018, as per the requirements of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sirs,

Pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we would like to inform you that the Members of the Company, at the 1st Extra-ordinary General Meeting held on Saturday, 7th April 2018, commenced at 1:30 PM and concluded at 3:00 PM, at the Registered Office of the Company, had transacted the business of Special Resolutions, as set out in the Notice of 1st EGM dated 9th March 2018 by requisite majority.

In this connection, we enclose the consolidated Voting Results of Remote e-Voting and Poll conducted at the EGM along with the Scrutinizers Report.

The above is for your kind information and records.

Thanking you.

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


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



Encl.: As above.

INDO RAMA SYNTHETICS (INDIA) LTD.

Corporate Office : 20th Floor, DLF Square, DLF Phase-2, NH-8, Gurgaon - 122002, Haryana, India. Tel : 0124-4997000, Fax : 0124-4997070
Registered Office & Manufacturing Complex : A-31, MIDC Industrial Area, Butibori, Nagpur - 441122, Maharashtra, India. Tel : 07104-663000 / 01, Fax : 07104-663200

E-mail : corp@indorama-ind.com • Website : www.indoramaindia.com

CIN : L17124MH1986PLC166615

INDO RAMA SYNTHETICS (INDIA) LIMITED

VOTING RESULTS OF 1ST EXTRA-ORDINARY GENERAL MEETING		
Details of Poll at EGM and e-Voting Results as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the following resolutions:		
Date of the AGM / EGM	:	7 th Apri 2018
Total number of Shareholders on Cutt-off Date (i.e., 31 st March 2018)	:	21810
No. of Shareholders present in the meeting either in person or through Proxy	:	39
Promoters and Promoter Group	:	0
Public	:	39
No. of Shareholders attended the meeting thourgh Video Conferencing	:	Not Applicable
Promoters and Promoter Group	:	Not Applicable
Public	:	Not Applicable



Agenda-wise Disclosure:

Item No. 1 Special Resolution:		Issuance of redeemable Non-convertible Debentures (NCDs) by the Company on private placement basis.						
Whether Promoter / Promoter Group are intersted in the Agenda/Resolution							NO	
Category	Mode of Voting	No. of shares held	No of Valid 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
Promoters and Promoter Group	E-voting	11,21,87,551	11,21,87,551	100.0000	11,21,87,551	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total (A)		11,21,87,551	100.0000	11,21,87,551	0	100.0000	0.0000
Public-Institutions	E-voting	1,82,69,556	1,40,34,036	76.8165	1,40,34,036	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total (B)		1,40,34,036	76.8165	1,40,34,036	0	0.0000	0.0000
Public-Non Institutions	E-voting	2,13,65,135	1,05,808	0.4952	1,05,808	0	100.0000	0.0000
	Poll		46,939	0.2197	46,939	0	100.0000	0.0000
	Total (C)		1,52,747	0.7149	1,52,747	0	100.0000	0.0000
Total (A+B+C)		15,18,22,242	12,63,74,334	83.2384	12,63,74,334	0	100.0000	0.0000



Item No. 2 Special Resolution:		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.						
Whether Promoter / Promoter Group are intersted in the Agenda/Resolution							YES	
Category	Mode of Voting	No. of shares held	No of Valid 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
Promoters and Promoter Group	E-voting	11,21,87,551	7,30,65,655	65.1281	7,30,65,655	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total (A)		7,30,65,655	65.1281	7,30,65,655	0	100.0000	0.0000
Public-Institutions	E-voting	1,82,69,556	1,40,34,036	76.8165	1,40,34,036	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total (B)		1,40,34,036	76.8165	1,40,34,036	0	0.0000	0.0000
Public-Non Institutions	E-voting	2,13,65,135	1,05,808	0.4952	1,05,808	0	100.0000	0.0000
	Poll		46,939	0.2197	46,939	0	100.0000	0.0000
	Total (C)		1,52,747	0.7149	1,52,747	0	100.0000	0.0000
Total (A+B+C)		15,18,22,242	8,72,52,438	57.4701	8,72,52,438	0	100.0000	0.0000



Item No. 3 Special Resolution:		Re-structuring of remuneration payable to Mr. Vishal Lohia, Whole-time Director, for the remaining tenure, with effect from 1st September 2017 to 31st March 2019.						
Whether Promoter / Promoter Group are intersted in the Agenda/Resolution							YES	
Category	Mode of Voting	No. of shares held	No of Valid 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
Promoters and Promoter Group	E-voting	11,21,87,551	7,30,65,655	65.1281	7,30,65,655	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total (A)		7,30,65,655	65.1281	7,30,65,655	0	100.0000	0.0000
Public-Institutions	E-voting	1,82,69,556	1,40,34,036	76.8165	1,40,34,036	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total (B)		1,40,34,036	76.8165	1,40,34,036	0	100.0000	0.0000
Public-Non Institutions	E-voting	2,13,65,135	1,05,808	0.4952	1,01,308	4,500	95.7470	4.2530
	Poll		46,939	0.2197	46,939	0	100.0000	0.0000
	Total (C)		1,52,747	0.7149	1,48,247	4,500	97.0540	2.9460
Total (A+B+C)		15,18,22,242	8,72,52,438	57.4701	8,72,47,938	4,500	99.9948	0.0052

Note: All the aforesaid Ordinary and Special Resolutions were passed with requisite majority.



SANJAY GROVER & ASSOCIATES

COMPANY SECRETARIES

B-88, 1ST Floor, Defence Colony, New Delhi – 110 024
Tel.: (011) 4679 0000, Fax: (011) 4679 0012
e-mail: contact@cssanjaygrover.in
Website: www.cssanjaygrover.in

Consolidated Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 read with Rule 21 of the Companies (Management and Administration) Rules, 2014]

To,
THE CHAIRMAN
INDO RAMA SYNTHETICS (INDIA) LIMITED
(CIN: L17124MH1986PLC166615)
A-31, MIDC Industrial Area, Butibori,
Maharashtra- 441122

Dear Sir,

I, Neeraj Arora, Partner at M/s Sanjay Grover & Associates, Practicing Company Secretaries, having office at B-88, First Floor, Defence Colony, New Delhi-110024, was appointed as Scrutinizer for the purpose of scrutinizing the voting process i.e. remote e-voting and poll at the Extra-ordinary General Meeting (EGM), under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 and Rule 21 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, on the resolution(s) mentioned in Notice dated March 09, 2018 for EGM of the Company held on Saturday, April 7, 2018 at 01:30 P.M. at A-31, MIDC Industrial Area, Butibori, Nagpur, Maharashtra- 441122.

I submit my report as under:-

1. The remote e-voting period commenced on Wednesday, April 04, 2018 at 09:00 A.M. and ended on Friday, April 06, 2018 at 05:00 P.M., via e-voting Platform on the designated website of National Securities Depository Limited (NSDL), Authorized Agency to provide E-voting facility, viz. : www.evoting.nsdl.com.



SANJAY GROVER & ASSOCIATES

2. The Members of the Company as on the "cut off" date i.e. Saturday, March 31, 2018 were entitled to avail the facility of remote e-voting at the EGM on the proposed resolution(s) as set out in the Notice dated March 09, 2018.
3. The total paid-up Equity Share Capital of the Company as on March 31, 2018 was Rs. 151,82,22,420/- (Rupees One Hundred Fifty One Crores Eighty Two Lakh Twenty Two Thousand Four Hundred and Twenty Only) divided into 15,18,22,242 (Fifteen Crores Eighteen Lakh Twenty Two Thousand Two Hundred and Forty Two) equity shares of Rs. 10/- (Rupees Ten Only) each.
4. The Chairman ordered for poll at EGM as per Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014, as amended from time to time.
5. 1 (One) ballot box was kept for polling and the ballot box was locked in my presence.
6. After completion of Poll at the EGM, the ballot box was opened in my presence and ballots were diligently scrutinized. Thereafter, ballots were reconciled with the records maintained by the Registrar and Share Transfer Agent of the Company and the Authorizations/ Proxies lodged with the Company. A detailed register was maintained containing the particulars of the members who participated in poll at EGM.
7. For this report, shareholding as on cut-off date was considered if any member voted for higher number of votes as compared to his entitlement and if any member voted for lesser number of votes as compared to his entitlement, then actual number of votes cast were considered.



8. Thereafter, the votes cast through remote e-voting were unblocked, after completion of poll at the EGM, in the presence of two witnesses, Ms. Daljeet Kaur, R/o 207/15 Prakash Mohalla, East of Kailash, New Delhi- 110065 and Mr. Rajat Jain, R/o G-29/215, Sector-3, Rohini, New Delhi-110085 who were not in the employment of the company. They have signed below confirming their presence at the time of unblocking of e-votes.


Daljeet Kaur


Rajat Jain

9. The details of the members who participated in e-voting were also entered in a register.

10. The consolidated summary of results of remote e-voting and poll at EGM are as under:

Resolution No. 1:- Issuance of Redeemable Non-convertible Debentures (NCDs) by the Company on private placement basis:

Particulars	Special Resolution			Percentage
	Number of Valid Votes			
	Poll	e-votes	Total	
Assent	46,939	12,63,27,395	12,63,74,334	100.0000
Dissent	0	0	0	0.0000
Total	46,939	12,63,27,395	12,63,74,334	100.0000

Therefore, the above resolution has been approved with requisite majority. Details of Poll at EGM & remote e-voting are given in Annexure- A.



Resolution No. 2:- Re-appointment of Mr. Om Prakash Lohia as Chairman and Managing Director of the Company for a further period of three years and fixation of revised Remuneration thereof:

Special Resolution				
Particulars	Number of Valid Votes			Percentage
	Poll	e-votes	Total	
Assent	46,939	8,72,05,499	8,72,52,438	100.0000
Dissent	0	0	0	0.0000
Total	46,939	8,72,05,499	8,72,52,438	100.0000

Therefore, the above resolution has been approved with requisite majority. Details of Poll at EGM & remote e-voting are given in **Annexure- B**.

Resolution No. 3:- Re-structuring of remuneration payable to Mr. Vishal Lohia, for the remaining tenure, with effect from 1st September, 2017 to 31st March, 2019:

Special Resolution				
Particulars	Number of Valid Votes			Percentage
	Poll	e-votes	Total	
Assent	46,939	8,72,00,999	8,72,47,938	99.9948
Dissent	0	4,500	4,500	0.0052
Total	46,939	8,72,05,499	8,72,52,438	100.0000

Therefore, the above resolution has been approved with requisite majority. Details of Poll at EGM & remote e-voting are given in **Annexure- C**.

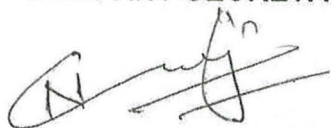


SANJAY GROVER & ASSOCIATES

11. The registers, ballot papers and all other related documents shall remain in my safe custody until the Chairman considers, approves and signs the minutes and thereafter, I shall hand over the registers, ballot papers and all other related documents to the Company.

Thanking you,

**For SANJAY GROVER & ASSOCIATES
COMPANY SECRETARIES**



Neeraj Arora
Scrutinizer
CP No.: 16186
April 09, 2018
New Delhi

Countersigned by

sd-
Chairman



Details of poll at EGM & remote e-voting for Resolution No.-1 are as under:

A1. VOTING THROUGH POLL:

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total votes received	36	46,939	4,69,390
b) Less: Invalid Votes	0	0	0
c) Net Valid votes cast	36	46,939	4,69,390
d) Votes with assent	36	46,939	4,69,390
e) Votes with dissent	0	0	0

A2. VOTING THROUGH E-VOTING:

Particulars	No. of share-Holders	No. of Equity Shares	Paid-up value of the Equity Shares (In Rs.)
a) Total votes received	27	12,63,27,395	126,32,73,950
b) Less: Invalid votes	0	0	0
c) Net Valid votes cast	27	12,63,27,395	126,32,73,950
d) Votes with assent	27	12,63,27,395	126,32,73,950
e) Votes with dissent	0	0	0



Details of poll at EGM & remote e-voting for Resolution No.-3 are as under:

C1. VOTING THROUGH POLL:

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total votes received	36	46,939	4,69,390
b) Less: Invalid Votes	0	0	0
c) Net Valid votes cast	36	46,939	4,69,390
d) Votes with assent	36	46,939	4,69,390
e) Votes with dissent	0	0	0

C2. VOTING THROUGH E-VOTING:

Particulars	No. of share-Holders	No. of Equity Shares	Paid-up value of the Equity Shares (In Rs.)
a) Total votes received	24	8,72,05,499	87,20,54,990
b) Less: Invalid votes	0	0	0
c) Net Valid votes cast	24	8,72,05,499	87,20,54,990
d) Votes with assent	22	8,72,00,999	87,20,09,990
e) Votes with dissent	2	4,500	45,000

