

IRSL:STEXCH:2018-19:
15th June 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 Postal Ballot pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sirs,

In continuation to our earlier letter dated 15th May 2018 and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, enclosing therewith Postal Ballot Notice along with the explanatory statement seeking the consent of members by way of Special Resolutions, through Postal Ballot / e-Voting with respect to the following items of businesses:

- Approval for issuance of secured Non-convertible Debentures by the Company on Private placement basis, under Sections 42, 71 and other applicable provisions, if any, of the Companies Act, 2013, as Special Resolution;
- Approval for issuance on preferential basis Equity Shares by way of Preferential Issue on private placement basis, under Sections 42, 62 and other applicable provisions, if any, of the Companies Act, 2013, as Special Resolution.

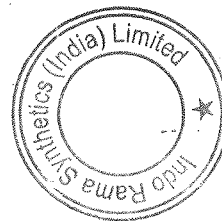
In this connection, we would like to inform you that Special Resolutions mentioned in the aforesaid Postal Ballot Notice have been duly passed by the members of the Company by requisite majority and the Voting Results in the format prescribed under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with Scrutinizer's Report on the voting process conducted for the Postal Ballot is attached herewith.

The above 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.

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

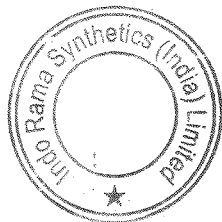
CIN : L17124MH1986PLC166615

Results of Postal Ballot

Details of Postal Ballot and e-voting Results as per regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the following resolution:

Date of declaration of result of Postal Ballot	15.06.2018
Total number of shareholders on Cut-off Date (i.e., 11.05.2018)	21,722
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	NA
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public:	NA
Resolution No. 01	Special Resolution under Sections 42, 71 and other applicable provisions, if any, of the Companies Act, 2013, for issuance of secured Non-convertible Debentures by the Company on Private placement basis.

Whether Promoter/ Promoter Group are interested 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	0
	Total		11,21,87,551	100.0000	11,21,87,551	0	100.0000	0.0000
Public-Institutions	E-voting	1,82,66,156	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Total		0	0.0000	0	0	0	0
Public-Non Institutions	E-voting	2,13,68,535	1,13,137	0.5295	1,13,046	91	99.9196	0.0804
	Poll		949	0.0044	949	0	100.0000	0.0000
	Total		1,14,086	0.5339	1,13,995	91	99.9202	0.0798
Total		15,18,22,242	11,23,01,637	73.9692	11,23,01,546	91	99.9999	0.0001

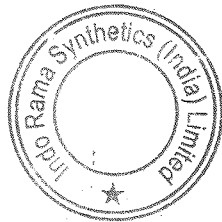


For Indo Rama Synthetics (I) Ltd.

Chairman & Managing Director

Resolution No.	Special Resolution under Sections 42, 62 and other applicable provisions, if any, of the Companies Act, 2013, for issuance on preferential basis Equity Shares by way of Preferential Issue on private placement basis.							
Whether Promoter/ Promoter Group are interested 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	0
	Total		11,21,87,551	100.0000	11,21,87,551	0	100.0000	0.0000
Public-institutions	E-voting	1,82,66,156	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Total		0	0.0000	0	0	0	0
Public-Non Institutions	E-voting	2,13,68,535	1,13,137	0.5295	1,13,046	91	99.9196	0.0804
	Poll		949	0.0044	949	0	100.0000	0.0000
	Total		1,14,086	0.5339	1,13,995	91	99.9202	0.0798
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For Indo Rama Synthetics (I) Ltd.

Chairman & Managing Director

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

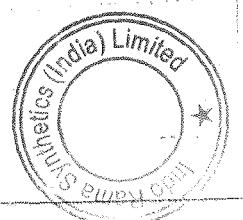
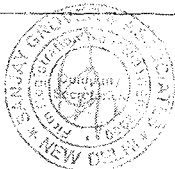
Scrutinizer's Report

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

Dear Sir,

In terms of the provisions of Sections 108 and 110 of the Companies Act, 2013 (the "Act") read with the Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Secretarial Standard-2 on "General Meetings" issued by the Institute of the Company Secretaries of India and approved by the Central Government and other applicable laws and regulations (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), I have been appointed as Scrutinizer by the Board of Directors of **INDO RAMA SYNTHETICS (INDIA) LIMITED** ("the Company") in their meeting held on Friday, May 11, 2018 to conduct the Postal Ballot/ e-Voting process in a fair and transparent manner in respect of the following resolutions:

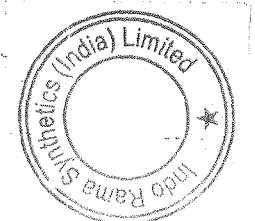
S. No.	Type of Resolution	Particulars
1.	Special Resolution	Special Resolution under Sections 42, 71 and other applicable provisions, if any, of the Companies Act, 2013 for issuance of secured Non- Convertible Debentures by the Company on Private placement basis.



2.	Special Resolution	Special Resolution under Sections 42, 62 and other applicable provisions, if any, of the Companies Act, 2013 for issuance of equity shares by way of preferential issue on private placement basis.
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I submit my report as under:

1. The Company completed dispatch of Postal Ballot Notice and forms on Monday, May 14, 2018 to its Members, whose names appeared in the Register of Members as on Friday, May 11, 2018 i.e. the cut-off date, in the following manner:
 - a) through e-mail to the members whose e-mail addresses were registered with the Company/ the Depositories; and
 - b) Through physical mode, along with a self-addressed postage prepaid business reply envelope to the other members (whose e-mail addresses were not registered with the Company/ the Depositories).
2. The Company published an advertisement regarding dispatch of postal ballot forms, notices etc. in English Language in "The Indian Express" and in Marathi language in "Loksatta" on Saturday, May 19, 2018 respectively.
3. The members of the Company had an option to vote either through the postal ballot form or through the e-voting facility. Members who opted for e-voting facility have cast their votes on the designated website of National Securities Depository Limited ("NSDL") e-voting platform viz. www.evoting.nsdl.com.
4. The postal ballot forms received by post/ courier were kept under my safe custody in sealed and tamper proof ballot box before commencing the scrutiny of such postal ballot forms. The e-voting was maintained by NSDL in electronic registry.
5. I monitored the process of electronic voting through the scrutinizer's secured link provided by NSDL on its designated website i.e. www.evoting.nsdl.com.



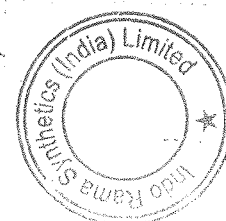
SANJAY GROVER & ASSOCIATES

6. The e-votes were unblocked on Wednesday, June 13, 2018 after 05.00 P.M. in the presence of two witnesses, Ms. Renuka Jasuja, R/o 1544 2nd Floor, South Extension, Part-II, New Delhi- 110049 and Mr. Ronit Gaba, R/o 98/13, Hauz Khas, New Delhi- 110016, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence :


Renuka Jasuja


Ronit Gaba

7. The particulars of all postal ballot forms received from the members as well as e-voting report generated from electronic registry of NSDL have been entered in a separate Register maintained for that purpose.
8. All postal ballot forms received and e-votes cast up to 05:00 P.M on Wednesday, June 13, 2018 i.e. the last date and time fixed by the Company for voting through postal ballot forms or e-voting, were considered and none of the envelopes containing postal ballot form(s) received after 05:00 P.M on Wednesday, June 13, 2018 were considered for the purpose of this report.
9. The postal ballot forms and electronic ballots were matched with the Register of members/ beneficiary data of the Company as on Friday, May 11, 2018 i.e. the cut-off date, for the purpose as provided by the Registrar and Share Transfer Agent ('RTA') of the Company. It is further submitted that there was no mismatch of the shareholding as mentioned in the postal ballot forms and RTA records.
10. There were 32 (Thirty two) envelopes containing postal ballot form(s) which were returned undelivered and these envelopes were not opened and they were separately kept.
11. The members exercised their voting either by e-voting or physical mode. There was no shareholder who opted for both the facilities.
12. The total issued and paid-up Equity Share Capital of the Company as on Friday, May 11, 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



Crore Eighteen Lakh Twenty Two Thousand Two Hundred and Forty Two) Equity Shares of Rs. 10/- (Rupees Ten Only) each.

13. A summary of the postal ballot/ e-voting are as under:

I. Special Resolution under Sections 42, 71 and other applicable provisions, if any, of the Companies Act, 2013, for issuance of secured Non- Convertible Debentures by the Company on Private placement basis.

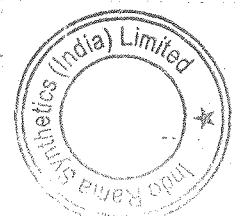
Special Resolution				
Particulars	Number of Valid Votes			Percentage
	e-Votes	Postal-Ballot	Total	
Assent	11,23,00,597	949	11,23,01,546	99.9999
Dissent	91	0	91	0.0001
Total	11,23,00,688	949	11,23,01,637	100.0000

Therefore, the above-mentioned Special Resolution has been passed with requisite majority.

The detailed break up of e-voting and voting through postal ballot forms in respect of the above Resolution is attached to this report and marked as 'Annexure- A'.

II. Special Resolution under Sections 42, 62 and other applicable provisions, if any, of the Companies Act, 2013, for issuance of equity shares by way of Preferential Issue on private placement basis.

Special Resolution				
Particulars	Number of Valid Votes			Percentage
	e-Votes	Postal-Ballot	Total	
Assent	11,23,00,597	949	11,23,01,546	99.9999
Dissent	91	0	91	0.0001
Total	11,23,00,688	949	11,23,01,637	100.0000



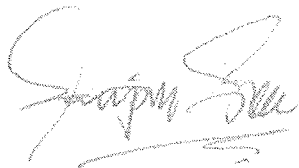
SANJAY GROVER & ASSOCIATES

Therefore, the above-mentioned Special Resolution has been passed with requisite majority.

The detailed break up of e-voting and voting through postal ballot forms in respect of the above Resolution is attached to this report and marked as 'Annexure- B'.

14. The resolution shall be deemed to have been passed on Wednesday, June 13, 2018 being the last date of receipt of Postal Ballot forms from the members of the Company.
15. I will hand over the postal ballot forms and other related papers/ registers and records to the Company after signing of minutes by the Chairman of the Company.
16. You may accordingly declare the result of the voting by Postal Ballot.

FOR SANJAY GROVER & ASSOCIATES
(Company Secretaries)



Sanjay Grover

Scrutinizer

C.P. No.:3850

Date: June 15, 2018

New Delhi



COUNTERSIGNED BY

For Indo Rama Synthetics (I) Ltd.

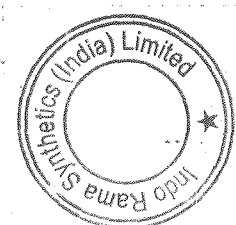


Chairman & Managing Director

Chairman

Date: June 15, 2018

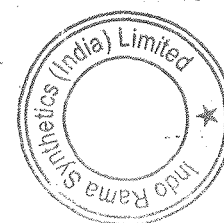
New Delhi



A detailed summary of the e-voting & Postal ballot forms is given herein below:

A1. VOTING THROUGH E-VOTING:			
Particulars	No. of Equity share-Holders	No. of Equity Shares	Paid-up value of the Equity Shares (In Rs.)
a) Total votes received	55	11,23,00,688	1,12,30,06,880
b) Less: Invalid votes	0	0	0
c) Net Valid votes cast	55	11,23,00,688	1,12,30,06,880
d) Votes with assent	52	11,23,00,597	1,12,30,05,970
e) Votes with dissent	3	91	910

A2. VOTING THROUGH PHYSICAL POSTAL BALLOT FORM:			
Particulars	No. of Equity share-Holders	No. of Equity Shares	Paid-up value of the Equity Shares (In Rs.)
a) Total votes received	5	955	9,550
b) Less: Invalid votes	2	6	60
c) Net Valid votes cast	3	949	9,490
d) Votes with assent	3	949	9,490
e) Votes with dissent	0	0	0



A detailed summary of the e-voting & Postal ballot forms is given herein below:

B1. VOTING THROUGH E-VOTING:			
Particulars	No. of Equity share-Holders	No. of Equity Shares	Paid-up value of the Equity Shares (In Rs.)
a) Total votes received	55	11,23,00,688	1,12,30,06,880
b) Less: Invalid votes	0	0	0
c) Net Valid votes cast	55	11,23,00,688	1,12,30,06,880
d) Votes with assent	52	11,23,00,597	1,12,30,05,970
e) Votes with dissent	3	91	910

B2. VOTING THROUGH PHYSICAL POSTAL BALLOT FORM:			
Particulars	No. of Equity share-Holders	No. of Equity Shares	Paid-up value of the Equity Shares (In Rs.)
a) Total votes received	5	955	9,550
b) Less: Invalid votes	2	6	60
c) Net Valid votes cast	3	949	9,490
d) Votes with assent	3	949	9,490
e) Votes with dissent	0	0	0

