



September 25, 2018

1) B S E Limited

Floor 1, 'Phiroze JeeJeebhoy Towers'  
Dalal Street  
Mumbai - 400 001

2) The Listing Department

National Stock Exchange of India Ltd.  
"Exchange Plaza",  
Bandra-Kurla Complex, Bandra (E)  
MUMBAI - 400 051

Ref: Scrip Code: 504058 / ISIN: INE567A01010 / Symbol: NIPPOBATRY

Sub: Outcome of 45<sup>th</sup> Annual General meeting held on 24<sup>th</sup> September 2018 at 3.00 p.m.

Dear Sirs,

Further to our letter dated August 13, 2018 this is to inform you that 45<sup>th</sup> Annual General Meeting (AGM) of our company was concluded on 24<sup>th</sup> September 2018 at Sri P.Obul Reddy Hall, Vani Mahal, No.103, G.N.Chetty Road, T.Nagar, Chennai – 600 017.

The following businesses were transacted in the meeting.

**Ordinary Business:**

1. Adoption of Standalone / Consolidated Annual Accounts for the year ended 31st March 2018. –passed with requisite majority.
2. Rs.20/- (200%) per share dividend was declared for the Financial Year 1<sup>st</sup> April 2017 to 31<sup>st</sup> March 2018. - passed with requisite majority.
3. Appointment of Mr. P.Dwaraknath Reddy as Director of the Company liable to retire by rotation. - passed with requisite majority.
4. Appointment of Mr. R.P. Khaitan as Director of the Company liable to retire by rotation. - passed with requisite majority.
5. Appointment of Mr. P.Aditya Reddy as Director of the Company liable to retire by rotation. - passed with requisite majority.
6. Appointment of Mr. S. Obul Reddy as Director of the Company liable to retire by rotation. -passed with requisite majority.

**Special Business:**

7. Re- Appointment of Mr. P.Dwaraknath Reddy as Managing Director of the Company for a period of one year from 01<sup>st</sup> October 2018 to 30<sup>th</sup> September 2019 – Ordinary Resolution. - passed with requisite majority.
8. Re- Appointment of Mr. R.P. Khaitan as Joint Managing Director of the Company for a period of one year from 01<sup>st</sup> October 2018 to 30<sup>th</sup> September 2019- Special resolution. - passed with requisite majority.
9. Re- Appointment of Mr. Ramesh Rajan as an Independent Director of the company for a period of 5 years. Special resolution - passed with requisite majority.
10. Re- Appointment of Mrs. Lakshmmi Subramanian as an Independent Director of the company for a period of 5 years. Special resolution - passed with requisite majority.
11. Approved the remuneration of the Cost Accountant - Mr. P. Raju Iyer for the financial year ended 31<sup>st</sup> March 2019 – Ordinary Resolution. - passed with requisite majority.

Also we enclosed the following:-

1. Voting results as required under regulation 44 of SEBI (LODR) Regulations 2015.
2. Summary of proceedings.
3. Report of scrutinizer dated 25<sup>th</sup> Sep 2018 pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014.
4. Approved Annual Report for the financial year 2017-18 by members.

We request you to kindly take the same on record.

Thanking you,

Yours faithfully,  
For Indo National Ltd

  
J. Srinivasan  
Company Secretary

Submission of proceedings of the 45<sup>th</sup> Annual General Meeting of the Company as per Regulation 30 of the SEBI (LODR) Regulations 2015

Name of the Company	:	Indo national limited
Place and Date of AGM	:	Shri. P. Obul Reddy Hall, Vani Mahal, G.N.Chetty Road, T.Nagar, Chennai – 600 0017 on 24 <sup>th</sup> September 2018 at 3.00 P.M
Total no of share holders as on book closure	:	7544
No.of share holders either present in person or proxy	:	517
Promoters and promoters group	:	14 (In person: 3 + proxies: 11)
Public	:	503 ( in person : 503 )
No.of share holders attended the meeting though Video conference	:	No video conference was established at AGM

Yours faithfully

For Indo National Ltd



J. Srinivasan

Company Secretary.

NAME OF THE COMPANY: INL-INDO NATIONAL LIMITED

Resolution Required:(Ordinary/Special)		Ordinary Resolution						
Whether promoter/ promoter groups are interested in the agenda/resolution?								
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES	% OF VOTES AGAINST ON VOTE
		(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)* 100
PROMOTER AND PROMOTER~GROUP	E-VOTING	2806895	2764269	98.48	2764269	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL_BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	<b>SUB TOTAL</b>		<b>2806895</b>	<b>2764269</b>	<b>98.48</b>	<b>2764269</b>	<b>0</b>	<b>100</b>
PUBLIC-INSTITUTIONS	E-VOTING	3669	0	0	0	0	0	0
	POLL		0	0	0	0	0	0
	POSTAL_BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	<b>SUB TOTAL</b>		<b>3669</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
PUBLIC-NON INSTITUTIONS	E-VOTING	939436	87873	9.35	47663	40210	54.24	45.76
	POLL		555	0	555	0	100	0
	POSTAL_BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	<b>SUB TOTAL</b>		<b>939436</b>	<b>88428</b>	<b>9.41</b>	<b>48218</b>	<b>40210</b>	<b>54.53</b>
<b>GRAND TOTAL</b>		<b>3750000</b>	<b>2852697</b>	<b>76.07</b>	<b>2812487</b>	<b>40210</b>	<b>98.59</b>	<b>1.41</b>



NAME OF THE COMPANY: INL-INDO NATIONAL LIMITED

2. Ordinary Business: Declaration of Dividend for the year 2017-18

Resolution Required:(Ordinary/Special)		Ordinary Resolution						
Whether promoter/ promoter groups are interested in the agenda/resolution?								
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD (1)	NO OF VOTES POLLED (2)	% OF SHARES POLLED ON OUTSTANDING (3)=(2/1)*100	NO OF VOTES IN FAVOUR (4)	NO OF VOTES AGAINST (5)	% OF VOTES IN FAVOUR ON VOTES (6)=(4/2)*100	% OF VOTES AGAINST ON VOTE (7)=(5/2)*100
PROMOTER AND PROMOTER~GROUP	E-VOTING	2806895	2764269	98.48	2764269	0	100	0
	POLL		0	0	0	0	0	
	POSTAL_BALLOT		0	0	0	0	0	
	VENUE-VOTING		0	0	0	0	0	
	<b>SUB TOTAL</b>		<b>2806895</b>	<b>2764269</b>	<b>98.48</b>	<b>2764269</b>	<b>0</b>	<b>100</b>
PUBLIC-INSTITUTIONS	E-VOTING	3669	0	0	0	0	0	0
	POLL		0	0	0	0	0	
	POSTAL_BALLOT		0	0	0	0	0	
	VENUE-VOTING		0	0	0	0	0	
	<b>SUB TOTAL</b>		<b>3669</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
PUBLIC-NON INSTITUTIONS	E-VOTING	939436	47663	5.07	47663	0	100	0
	POLL		555	0	555	0	100	
	POSTAL_BALLOT		0	0	0	0	0	
	VENUE-VOTING		0	0	0	0	0	
	<b>SUB TOTAL</b>		<b>939436</b>	<b>48218</b>	<b>5.13</b>	<b>48218</b>	<b>0</b>	<b>100</b>
<b>GRAND TOTAL</b>		<b>3750000</b>	<b>2812487</b>	<b>75</b>	<b>2812487</b>	<b>0</b>	<b>100</b>	<b>0</b>



3. Ordinary Business: Appointment of Director in the place of Mr. P. Dwaraknath Reddy (DIN: 00277929), who retires by rotation and being eligible, offers himself for re-appointment

Resolution Required:(Ordinary/Special)			Ordinary Resolution					
Whether promoter/ promoter groups are interested in the agenda/resolution?								
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES	% OF VOTES AGAINST ON VOTE
		(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100
PROMOTER AND PROMOTER~GROUP	E-VOTING	2806895	2764269	98.48	2764269	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL_BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	<b>SUB TOTAL</b>		<b>2806895</b>	<b>2764269</b>	<b>98.48</b>	<b>2764269</b>	<b>0</b>	<b>100</b>
PUBLIC-INSTITUTIONS	E-VOTING	3669	0	0	0	0	0	0
	POLL		0	0	0	0	0	
	POSTAL_BALLOT		0	0	0	0	0	
	VENUE-VOTING		0	0	0	0	0	
	<b>SUB TOTAL</b>		<b>3669</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
PUBLIC-NON INSTITUTIONS	E-VOTING	939436	87873	9.35	47453	40420	54	46
	POLL		555	0	555	0	100	0
	POSTAL_BALLOT		0	0	0	0	0	
	VENUE-VOTING		0	0	0	0	0	
	<b>SUB TOTAL</b>		<b>939436</b>	<b>88428</b>	<b>9.41</b>	<b>48008</b>	<b>40420</b>	<b>54.29</b>
<b>GRAND TOTAL</b>		<b>3750000</b>	<b>2852697</b>	<b>76.07</b>	<b>2812277</b>	<b>40420</b>	<b>98.58</b>	<b>1.42</b>

4. Ordinary Business: Appointment of Director in the place of Mr. R.P. Khaitan (DIN: 00015801), who retires by rotation and being eligible, offers himself for re-appointment.

Resolution Required:(Ordinary/Special)			Ordinary Resolution					
Whether promoter/ promoter groups are interested in the agenda/resolution?								
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES	% OF VOTES AGAINST ON VOTE
		(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100
PROMOTER AND PROMOTER~GROUP	E-VOTING	2806895	2764269	98.48	2764269	0	100	0
	POLL		0	0	0	0	0	
	POSTAL_BALLOT		0	0	0	0	0	
	VENUE-VOTING		0	0	0	0	0	
	<b>SUB TOTAL</b>		<b>2806895</b>	<b>2764269</b>	<b>98.48</b>	<b>2764269</b>	<b>0</b>	<b>100</b>
PUBLIC-INSTITUTIONS	E-VOTING	3669	0	0	0	0	0	0
	POLL		0	0	0	0	0	
	POSTAL_BALLOT		0	0	0	0	0	
	VENUE-VOTING		0	0	0	0	0	
	<b>SUB TOTAL</b>		<b>3669</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
PUBLIC-NON INSTITUTIONS	E-VOTING	939436	87873	9.35	47453	40420	54	46
	POLL		555	0	555	0	100	0
	POSTAL_BALLOT		0	0	0	0	0	
	VENUE-VOTING		0	0	0	0	0	
	<b>SUB TOTAL</b>		<b>939436</b>	<b>88428</b>	<b>9.41</b>	<b>48008</b>	<b>40420</b>	<b>54.29</b>
<b>GRAND TOTAL</b>		<b>3750000</b>	<b>2852697</b>	<b>76.07</b>	<b>2812277</b>	<b>40420</b>	<b>98.58</b>	<b>1.42</b>

5. Ordinary Business: Appointment of Director in the place of Mr. P. Aditya Reddy (DIN: 00482051) who retires by rotation and being eligible, offers himself for re-appointment

Resolution Required:(Ordinary/Special)				Ordinary Resolution				
Whether promoter/ promoter groups are interested in the agenda/resolution?								
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES	% OF VOTES AGAINST ON VOTE
		(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100
PROMOTER AND PROMOTER-GROUP	E-VOTING	2806895	2764269	98.48	2764269	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL_BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	<b>SUB TOTAL</b>		<b>2806895</b>	<b>2764269</b>	<b>98.48</b>	<b>2764269</b>	<b>0</b>	<b>100</b>
PUBLIC-INSTITUTIONS	E-VOTING	3669	0	0	0	0	0	0
	POLL		0	0	0	0	0	
	POSTAL_BALLOT		0	0	0	0	0	
	VENUE-VOTING		0	0	0	0	0	
	<b>SUB TOTAL</b>		<b>3669</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
PUBLIC-NON INSTITUTIONS	E-VOTING	939436	87873	9.35	47380	40493	53.92	46.08
	POLL		555	0	555	0	100	0
	POSTAL_BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	<b>SUB TOTAL</b>		<b>939436</b>	<b>88428</b>	<b>9.41</b>	<b>47935</b>	<b>40493</b>	<b>54.21</b>
<b>GRAND TOTAL</b>		<b>3750000</b>	<b>2852697</b>	<b>76.07</b>	<b>2812204</b>	<b>40493</b>	<b>98.58</b>	<b>1.42</b>

6. Ordinary Business: Appointment of Director in the place of Mr. S. Obul Reddy (DIN: 00027829), who retires by rotation and being eligible, offers himself for re-appointment

Resolution Required:(Ordinary/Special)				Ordinary Resolution				
Whether promoter/ promoter groups are interested in the agenda/resolution?								
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES	% OF VOTES AGAINST ON VOTE
		(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100
PROMOTER AND PROMOTER-GROUP	E-VOTING	2806895	2764269	98.48	2764269	0	100	0
	POLL		0	0	0	0	0	
	POSTAL_BALLOT		0	0	0	0	0	
	VENUE-VOTING		0	0	0	0	0	
	<b>SUB TOTAL</b>		<b>2806895</b>	<b>2764269</b>	<b>98.48</b>	<b>2764269</b>	<b>0</b>	<b>100</b>
PUBLIC-INSTITUTIONS	E-VOTING	3669	0	0	0	0	0	0
	POLL		0	0	0	0	0	
	POSTAL_BALLOT		0	0	0	0	0	
	VENUE-VOTING		0	0	0	0	0	
	<b>SUB TOTAL</b>		<b>3669</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
PUBLIC-NON INSTITUTIONS	E-VOTING	939436	87873	9.35	47380	40493	53.92	46.08
	POLL		555	0	555	0	100	0
	POSTAL_BALLOT		0	0	0	0	0	
	VENUE-VOTING		0	0	0	0	0	
	<b>SUB TOTAL</b>		<b>939436</b>	<b>88428</b>	<b>9.41</b>	<b>47935</b>	<b>40493</b>	<b>54.21</b>
<b>GRAND TOTAL</b>		<b>3750000</b>	<b>2852697</b>	<b>76.07</b>	<b>2812204</b>	<b>40493</b>	<b>98.58</b>	<b>1.42</b>



7.Special Business:Re-appointment of Mr. P. Dwaraknath Reddy (DIN: 00277929), as Managing Director of the Company.

Resolution Required:(Ordinary/Special)				Special Resolution				
Whether promoter/ promoter groups are interested in the agenda/resolution?								
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES	% OF VOTES AGAINST ON VOTE
		(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100
PROMOTER AND PROMOTER-GROUP	E-VOTING	2806895	2764269	98.48	2764269	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL_BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	<b>SUB TOTAL</b>		<b>2806895</b>	<b>2764269</b>	<b>98.48</b>	<b>2764269</b>	<b>0</b>	<b>100</b>
PUBLIC-INSTITUTIONS	E-VOTING	3669	0	0	0	0	0	0
	POLL		0	0	0	0	0	
	POSTAL_BALLOT		0	0	0	0	0	
	VENUE-VOTING		0	0	0	0	0	
	<b>SUB TOTAL</b>		<b>3669</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
PUBLIC-NON INSTITUTIONS	E-VOTING	939436	87873	9.35	47663	40210	54.24	45.76
	POLL		555	0	555	0	100	0
	POSTAL_BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	<b>SUB TOTAL</b>		<b>939436</b>	<b>88428</b>	<b>9.41</b>	<b>48218</b>	<b>40210</b>	<b>54.53</b>
<b>GRAND TOTAL</b>		<b>3750000</b>	<b>2852697</b>	<b>76.07</b>	<b>2812487</b>	<b>40210</b>	<b>98.59</b>	<b>1.41</b>

8.Special Business:Re-appointment of Mr. R.P. Khaitan (DIN: 00015801), as Joint Managing Director of the Company.

Resolution Required:(Ordinary/Special)				Special Resolution				
Whether promoter/ promoter groups are interested in the agenda/resolution?								
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES	% OF VOTES AGAINST ON VOTE
		(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100
PROMOTER AND PROMOTER-GROUP	E-VOTING	2806895	2764269	98.48	2764269	0	100	0
	POLL		0	0	0	0	0	
	POSTAL_BALLOT		0	0	0	0	0	
	VENUE-VOTING		0	0	0	0	0	
	<b>SUB TOTAL</b>		<b>2806895</b>	<b>2764269</b>	<b>98.48</b>	<b>2764269</b>	<b>0</b>	<b>100</b>
PUBLIC-INSTITUTIONS	E-VOTING	3669	0	0	0	0	0	0
	POLL		0	0	0	0	0	
	POSTAL_BALLOT		0	0	0	0	0	
	VENUE-VOTING		0	0	0	0	0	
	<b>SUB TOTAL</b>		<b>3669</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
PUBLIC-NON INSTITUTIONS	E-VOTING	939436	87873	9.35	47663	40210	54.24	45.76
	POLL		555	0	555	0	100	0
	POSTAL_BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	<b>SUB TOTAL</b>		<b>939436</b>	<b>88428</b>	<b>9.41</b>	<b>48218</b>	<b>40210</b>	<b>54.53</b>
<b>GRAND TOTAL</b>		<b>3750000</b>	<b>2852697</b>	<b>76.07</b>	<b>2812487</b>	<b>40210</b>	<b>98.59</b>	<b>1.41</b>

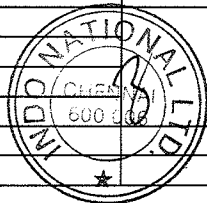


9.Special Business:Re-appointment of Mr. N. Ramesh Rajan (DIN: 01628318),  
as Independent Director of the Company.

Resolution Required:(Ordinary/Special)				Special Resolution				
Whether promoter/ promoter groups are interested in the agenda/resolution?								
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES	% OF VOTES AGAINST ON VOTE
		(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100
PROMOTER AND PROMOTER~GROUP	E-VOTING	2806895	2764269	98.48	2764269	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL_BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	<b>SUB TOTAL</b>		<b>2806895</b>	<b>2764269</b>	<b>98.48</b>	<b>2764269</b>	<b>0</b>	<b>100</b>
PUBLIC-INSTITUTIONS	E-VOTING	3669	0	0	0	0	0	0
	POLL		0	0	0	0	0	
	POSTAL_BALLOT		0	0	0	0	0	
	VENUE-VOTING		0	0	0	0	0	
	<b>SUB TOTAL</b>		<b>3669</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
PUBLIC-NON INSTITUTIONS	E-VOTING	939436	87873	9.35	47590	40283	54.16	45.84
	POLL		555	0	555	0	100	0
	POSTAL_BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	<b>SUB TOTAL</b>		<b>939436</b>	<b>88428</b>	<b>9.41</b>	<b>48145</b>	<b>40283</b>	<b>54.45</b>
<b>GRAND TOTAL</b>		<b>3750000</b>	<b>2852697</b>	<b>76.07</b>	<b>2812414</b>	<b>40283</b>	<b>98.59</b>	<b>1.41</b>

10.Special Business:Re-appointment of Mrs. Lakshmmi Subramanian (DIN: 00001439), as Independent Director of the Company.

Resolution Required:(Ordinary/Special)				Special Resolution				
Whether promoter/ promoter groups are interested in the agenda/resolution?								
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES	% OF VOTES AGAINST ON VOTE
		(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100
PROMOTER AND PROMOTER~GROUP	E-VOTING	2806895	2764269	98.48	2764269	0	100	0
	POLL		0	0	0	0	0	
	POSTAL_BALLOT		0	0	0	0	0	
	VENUE-VOTING		0	0	0	0	0	
	<b>SUB TOTAL</b>		<b>2806895</b>	<b>2764269</b>	<b>98.48</b>	<b>2764269</b>	<b>0</b>	<b>100</b>
PUBLIC-INSTITUTIONS	E-VOTING	3669	0	0	0	0	0	0
	POLL		0	0	0	0	0	
	POSTAL_BALLOT		0	0	0	0	0	
	VENUE-VOTING		0	0	0	0	0	
	<b>SUB TOTAL</b>		<b>3669</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
PUBLIC-NON INSTITUTIONS	E-VOTING	939436	87873	9.35	47663	40210	54.24	45.76
	POLL		555	0	555	0	100	0
	POSTAL_BALLOT		0	0	0	0	0	
	VENUE-VOTING		0	0	0	0	0	
	<b>SUB TOTAL</b>		<b>939436</b>	<b>88428</b>	<b>9.41</b>	<b>48218</b>	<b>40210</b>	<b>54.53</b>
<b>GRAND TOTAL</b>		<b>3750000</b>	<b>2852697</b>	<b>76.07</b>	<b>2812487</b>	<b>40210</b>	<b>98.59</b>	<b>1.41</b>



NAME OF THE COMPANY: INL-INDO NATIONAL LIMITED

11.Special Business:Approve the remuneration of the Cost Auditor for the Financial Year March 31, 2019.

Resolution Required:(Ordinary/Special)		Special Resolution						
Whether promoter/ promoter groups are interested in the agenda/resolution?								
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES	% OF VOTES AGAINST ON VOTE
		(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100
PROMOTER AND PROMOTER~GROUP	E-VOTING	2806895	2764269	98.48	2764269	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL_BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	<b>SUB TOTAL</b>		<b>2806895</b>	<b>2764269</b>	<b>98.48</b>	<b>2764269</b>	<b>0</b>	<b>100</b>
PUBLIC-INSTITUTIONS	E-VOTING	3669	0	0	0	0	0	0
	POLL		0	0	0	0	0	
	POSTAL_BALLOT		0	0	0	0	0	
	VENUE-VOTING		0	0	0	0	0	
	<b>SUB TOTAL</b>		<b>3669</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
PUBLIC-NON INSTITUTIONS	E-VOTING	939436	87873	9.35	47663	40210	54.24	45.76
	POLL		555	0	555	0	100	0
	POSTAL_BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	<b>SUB TOTAL</b>		<b>939436</b>	<b>88428</b>	<b>9.41</b>	<b>48218</b>	<b>40210</b>	<b>54.53</b>
<b>GRAND TOTAL</b>		<b>3750000</b>	<b>2852697</b>	<b>76.07</b>	<b>2812487</b>	<b>40210</b>	<b>98.59</b>	<b>1.41</b>



New No.6, Old No.12,  
Appavoo Gramani 1st Street,  
Mandaveli,  
(Opp. to Church Near by BSNL Office)  
Chennai - 600 028.  
Ph : 044-4360 1111  
E-mail : secretarial@mdassociates.co.in  
accounts@mdassociates.co.in



**M. DAMODARAN & ASSOCIATES**  
Practicing Company Secretaries



M. Damodaran, B.Com, F.C.S. L.L.B.  
Mobile:98412 81693

**CONSOLIDATED SCRUTINIZER'S REPORT**  
**(REMOTE E-VOTING & INSTA POLL)**

**Form No. MGT-13**

[Pursuant to Section 108 & 109 of the Companies Act, 2013 and  
Companies (Management and Administration) Rules, 2014 as amended and the provisions  
of Regulation 44 of the SEBI LODR, Regulations 2015]

To,

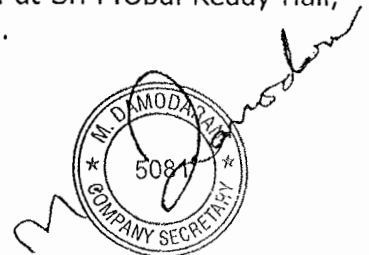
The **Chairman** of 45<sup>th</sup> Annual General Meeting of the Equity Shareholders of INDO-NATIONAL LIMITED (CIN: L31909TN1972PLC006196) held on, Monday, 24<sup>th</sup> September, 2018 at 03.00 P.M. at Sri P.Obul Reddy Hall, Vani Mahal, No.103, G.N.Chetty Road, T.Nagar, Chennai – 600017.

Dear Sir,

1. I, M.Damodaran, Company Secretary in Practice having office at New No. 6, Old No. 12, Appavoo Gramani 1st Street, Mandaveli, Chennai, Tamil Nadu 600028 have been appointed as a scrutinizer by the Board of Directors of INDO- NATIONAL LIMITED (the company) for the purpose of :

(i) Scrutinizing the e-voting process (remote e- voting) under the provisions of Section 108 of The Companies Act 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended (Rules) and the provisions of Regulation 44 of the SEBI LODR, Regulations 2015.

(ii) Poll through ballot paper (Insta Poll) under the provisions of Section 109 of the Companies Act 2013 Act read with Rule 21 of the Rules, on the resolutions contained in the notice to the 45<sup>th</sup> Annual General Meeting (AGM) of the Equity Shareholders of the Company, held on Monday, 24<sup>th</sup> September, 2018 at 03.00 P.M. at Sri P.Obul Reddy Hall, Vani Mahal, No.103, G.N.Chetty Road, T.Nagar, Chennai – 600017.







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2. The management of the Company is responsible to ensure the compliance with the requirement of the Companies Act 2013 and Rules relating to voting through electronic means [i.e. by remote e-voting and voting by Poll by ballot paper (Insta Poll) at the AGM] for the resolutions contained in the Notice to the 45<sup>th</sup> AGM of the Equity Shareholders of the company. My responsibility as a scrutinizer for the voting process of voting through electronic means (i.e by remote e-voting and Insta Poll at AGM) is restricted to make a consolidated scrutinizer's report of the vote casted "in favor "or "against" the resolution stated above, based on the report generated from the e-voting system provided by Central

Depository Services Limited (CDSL), the Agency authorized under the Rules and engaged by the company to provide e-voting facilities for voting through electronic means.

M.   




**Results of E-Voting and Insta Poll of M/s INDO- NATIONAL LIMITED**

Item No: 1

Consider and adopt Audited Financial Statements, Reports of the Board of Directors and Auditors & Audited standalone and Consolidated Financial Statements for the FY 2017-18.

Passed as an Ordinary Resolution as follows:

Mode of Voting	Total Valid Polls Received & valid e-voting casted (3)+(6)	Favour			Against			Total % of valid Votes in Favour & Against (5)+(8)
		Number of Polls & e-voting	Number of shares Voted	%	Number of Polls & e-voting	Number of shares Voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Insta Poll	13	13	555	100	0	0	0	100
E-Voting	35	34	2811932	98.59	1	40210	1.41	100
<b>Total</b>	<b>48</b>	<b>47</b>	<b>2812487</b>	<b>98.59</b>	<b>1</b>	<b>40210</b>	<b>1.41</b>	<b>100</b>

Details of invalid Votes:

Mode of Voting	Number of shares
Insta Poll	0
E-Voting	0
<b>Total</b>	<b>0</b>



**M. DAMODARAN & ASSOCIATES**  
Practicing Company Secretaries



Item No: 2

Declaration of Dividend on equity shares.

Passed as an Ordinary Resolution as follows:

Mode of Voting	Total Valid Polls Received & valid e-voting casted (3)+(6)	Favour			Against			Total % of valid Votes in Favour & Against (5)+(8)
		Number of Polls & e-voting	Number of shares Voted	%	Number of Polls & e-voting	Number of shares Voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Insta Poll	13	13	555	100	0	0	0	100
E-Voting	34	34	2811932	100	0	0	0	100
Total	47	47	2812487	<b>100</b>	0	0	0	100

Details of invalid Votes:

Mode of Voting	Number of shares
Insta Poll	0
E-Voting	0
Total	0

*Note: One of the shareholders having 40210 shares was abstained from voting in this agenda.*





Item No: 3

Re-appointment of Mr.P.Dwaraknath Reddy (DIN:00277929) as Director, who retires by rotation.

Passed as an Ordinary Resolution as follows:

Mode of Voting	Total Valid Polls Received & valid e-voting casted (3)+(6)	Favour			Against			Total % of valid Votes in Favour & Against (5)+(8)
		Number of Polls & e-voting	Number of shares Voted	%	Number of Polls & e-voting	Number of shares Voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Insta Poll	13	13	555	100	0	0	0	100
E-Voting	35	33	2811722	98.58	2	40420	1.42	100
Total	48	46	2812277	<b>98.58</b>	2	40420	1.42	100

Details of invalid Votes:

Mode of Voting	Number of shares
Insta Poll	0
E-Voting	0
Total	0

M. Damodaran  
5081  
COMPANY SECRETARY



**M. DAMODARAN & ASSOCIATES**  
Practicing Company Secretaries



Item No: 4

Re-appointment of Mr.R.P.Khaitan (DIN:00015801) as Director, who retires by rotation.

Passed as an Ordinary Resolution as follows:

Mode of Voting	Total Valid Polls Received & valid e-voting casted (3)+(6)	Favour			Against			Total % of valid Votes in Favour & Against (5)+(8)
		Number of Polls & e-voting	Number of shares Voted	%	Number of Polls & e-voting	Number of shares Voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Insta Poll	13	13	555	100	0	0	0	100
E-Voting	35	33	2811722	98.58	2	40420	1.42	100
Total	48	46	2812277	<b>98.58</b>	2	40420	1.42	100

Details of invalid Votes:

Mode of Voting	Number of shares
Insta Poll	0
E-Voting	0
Total	0







Item No: 5

Re-appointment of Mr.P.Aditya Reddy (DIN:00482051) as Director, who retires by rotation.

Passed as an Ordinary Resolution as follows:

Mode of Voting	Total Valid Polls Received & valid e-voting casted (3)+(6)	Favour			Against			Total % of valid Votes in Favour & Against (5)+(8)
		Number of Polls & e-voting	Number of shares Voted	%	Number of Polls & e-voting	Number of shares Voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Insta Poll	13	13	555	100	0	0	0	100
E-Voting	35	32	2811649	98.58	3	40493	1.42	100
Total	48	45	2812204	<b>98.58</b>	3	40493	1.42	100

Details of invalid Votes:

Mode of Voting	Number of shares
Insta Poll	0
E-Voting	0
Total	0





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Item No: 6

Re-appointment of Mr.S.Obul Reddy (DIN:00027829) as Director, who retires by rotation.

Passed as an Ordinary Resolution as follows:

Mode of Voting	Total Valid Polls Received & valid e-voting casted (3)+(6)	Favour			Against			Total % of valid Votes in Favour & Against (5)+(8)
		Number of Polls & e-voting	Number of shares Voted	%	Number of Polls & e-voting	Number of shares Voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Insta Poll	13	13	555	100	0	0	0	100
E-Voting	35	32	2811649	98.58	3	40493	1.42	100
Total	48	45	2812204	<b>98.58</b>	3	40493	1.42	100

Details of invalid Votes:

Mode of Voting	Number of shares
Insta Poll	0
E-Voting	0
Total	0





**Special Business**

Item No: 7

Re-Appointment of Mr.P.Dwaraknath Reddy (DIN: 00277929) as a Managing Director and fixing the remuneration w.e.f 01.10.2018

Passed as an Ordinary Resolution as follows:

Mode of Voting	Total Valid Polls Received & valid e-voting casted (3)+(6)	Favour			Against			Total % of valid Votes in Favour & Against (5)+(8)
		Number of Polls & e-voting	Number of shares Voted	%	Number of Polls & e-voting	Number of shares Voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Insta Poll	13	13	555	100	0	0	0	100
E-Voting	35	34	2811932	98.59	1	40210	1.41	100
Total	48	47	2812487	<b>98.59</b>	1	40210	1.41	100

Details of invalid Votes:

Mode of Voting	Number of shares
Insta Poll	0
E-Voting	0
Total	0





**M. DAMODARAN & ASSOCIATES**  
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Item No: 8

Re-appointment of Mr.R.P.Khaitan (DIN:0015801) as Joint Managing Director and fixing the remuneration w.e.f 1st October 2018.

Passed as Special Resolution as follows:

Mode of Voting	Total Valid Polls Received & valid e-voting casted (3)+(6)	Favour			Against			Total % of valid Votes in Favour & Against (5)+(8)
		Number of Polls & e-voting	Number of shares Voted	%	Number of Polls & e-voting	Number of shares Voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Insta Poll	13	13	555	100	0	0	0	100
E-Voting	35	34	2811932	98.59	1	40210	1.41	100
Total	48	47	2812487	<b>98.59</b>	1	40210	1.41	100

Details of invalid Votes:

Mode of Voting	Number of shares
Insta Poll	0
E-Voting	0
Total	0





**M. DAMODARAN & ASSOCIATES**  
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Item No: 9

Re-appointment of Mr.Ramesh Rajan (DIN:01628318) as an Independent Director

W.e.f 07<sup>th</sup> May 2019.

Passed as Special Resolution as follows:

Mode of Voting	Total Valid Polls Received & valid e-voting casted (3)+(6)	Favour			Against			Total % of valid Votes in Favour & Against (5)+(8)
		Number of Polls & e-voting	Number of shares Voted	%	Number of Polls & e-voting	Number of shares Voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Insta Poll	13	13	555	100	0	0	0	100
E-Voting	35	33	2811859	98.59	2	40283	1.41	100
Total	48	46	2812414	<b>98.59</b>	2	40283	1.41	100

Details of invalid Votes:

Mode of Voting	Number of shares
Insta Poll	0
E-Voting	0
Total	0

*M. Damodaran*



Item No: 10

Re-appointment of Mrs. Lakshmi Subramanian (DIN:00001439) as an Independent Director w.e.f 17.07.2019.

Passed as Special Resolution as follows:

Mode of Voting	Total Valid Polls Received & valid e-voting casted (3)+(6)	Favour			Against			Total % of valid Votes in Favour & Against (5)+(8)
		Number of Polls & e-voting	Number of shares Voted	%	Number of Polls & e-voting	Number of shares Voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Insta Poll	13	13	555	100	0	0	0	100
E-Voting	35	34	2811932	98.59	1	40210	1.41	100
<b>Total</b>	<b>48</b>	<b>47</b>	<b>2812487</b>	<b>98.59</b>	<b>1</b>	<b>40210</b>	<b>1.41</b>	<b>100</b>

Details of invalid Votes:

Mode of Voting	Number of shares
Insta Poll	0
E-Voting	0
<b>Total</b>	<b>0</b>





**M. DAMODARAN & ASSOCIATES**  
Practicing Company Secretaries



Item No: 11

To approve the remuneration of the Cost Auditor Mr. P.Raju Iyer for the Financial year ending March 31,2019.

Passed as an Ordinary Resolution as follows:

Mode of Voting	Total Valid Polls Received & valid e-voting casted (3)+(6)	Favour			Against			Total % of valid Votes in Favour & Against (5)+(8)
		Number of Polls & e-voting	Number of shares Voted	%	Number of Polls & e-voting	Number of shares Voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Insta Poll	13	13	555	100	0	0	0	100
E-Voting	35	34	2811932	98.59	1	40210	1.41	100
<b>Total</b>	<b>48</b>	<b>47</b>	<b>2812487</b>	<b>98.59</b>	<b>1</b>	<b>40210</b>	<b>1.41</b>	<b>100</b>

Details of invalid Votes:

Mode of Voting	Number of shares
Insta Poll	0
E-Voting	0
<b>Total</b>	<b>0</b>



M.



**M. DAMODARAN & ASSOCIATES**  
Practicing Company Secretaries



3. The electronic data and all other relevant records relating to e voting is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Thanking You,  
Yours faithfully

M. Damodaran



COP No.5081  
Place: Chennai  
Date: 25.09.2018