

IRSL:STEXCH:2017-18: 20th September 2017

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 31st Annual General Meeting held on Tuesday, 19th September 2017, 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 31st Annual General Meeting held on Tuesday, 19th September 2017, commenced at 1:30 PM and concluded at 2:30 PM, at the Registered Office of the Company, had transacted the business, Ordinary and Special Resolutions, as set out in the Notice of AGM dated 18th May 2017 by requisite majority.

In this connection, we enclose the consolidated Voting Results of Remote e-Voting and Poll conducted at the AGM 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) LIMITED

VOTING RESULTS OF 31 ST ANNUAL GENERAL MEETING	RAL MEET	ING
Details of Poll at AGM and e-Voting Results as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the following resolutions:	SEBI (Listi following r	ing Obligations and Disclosure esolutions:
Date of the AGM / EGM		19 September 2017
Total number of Shareholders on Record Date (i.e., 12 September 2017 - Cut-off Date)		21815
No. of Shareholders present in the meeting either in person or through Proxy		36
Promoters and Promoter Group		2
Public		34
No. of Shareholders attended the meeting thorugh Video Conferencing		Not Applicable
Promoters and Promoter Group		Not Applicable
Public		Not Applicable

Page 1 of 6



Agenda-wise Disclosure:

Item No. 1 Ordinary Resolution:	To consider and adopt thereon and Audited Coended 31st March 2017.	To consider and adopt the Audited Standalor thereon and Audited Consolidated Financial ended 31st March 2017.	d Standalone Fin	To consider and adopt the Audited Standalone Financial Statements of the Company together with Report of the Board and Auditors thereon and Audited Consolidated Financial Statements of the Company including Auditors Report thereon for the financial year ended 31st March 2017.	of the Compan mpany includin	y together with g Auditors Rep	Report of the Boo ort thereon for th	ard and Auditors ne financial year
Whether Promoter / Promoter Group are intersted in the Agenda/Resolution	noter Group are in	tersted in the Ago	enda/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
	E-voting		11,21,87,551	100.0000	11,21,87,551	0	100.0000	0.0000
Promoters and Promoter Group	Poll	11,21,87,551	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
	E-voting	_	78,627	0.4021	0	78,627	0.0000	100.0000
Public-Institutions	Poll	1,95,56,069	0	0.0000	0	0	0.0000	0.0000
	Total (B)		78,627	0.4021	0	78,627	0.0000	100.0000
	E-voting		1,09,353	0.5446	1,09,353	0	100.0000	0.0000
Public-Non Institutions	Poll	2,00,78,622	68,842	0.3429	68,842	0	100.0000	0.0000
	Total (C)		1,78,195	0.8875	1,78,195	0	100.0000	0.0000
Total (A+B+C)	(c)	15,18,22,242	11,24,44,373	74.0632	11,23,65,746	78,627	99.9301	0.0699

Page 2 of 6

Item No. 2 Ordinary Resolution:	To appoint a Dir eligible offers hii	To appoint a Director in place of Mr. Vishal eligible offers himself for re-appointment.	اها	Lohia (DIN 00206458), who retires by rotation at this Annual General Meeting and being	who retires by	rotation at this A	Annual General M	eeting and being
Whether Promoter / Promoter Group are intersted in the Agenda/Resolution	moter Group are in	tersted in the Ago	enda/Resolution				Yes	S.
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)	(6)		
i.	E-voting		7,30,65,655	65.1281	7.30.65.655	(2)	(b)=(4)/(Z)~100	(7)=(5)/(2)*100
Promoters and Promoter Group	Poll	11,21,87,551	C	0000	000,000		100.000	0.0000
	Total (A)			0.0000	0	0	0.0000	0.0000
	(2)		7,30,65,655	65.1281	7,30,65,655	0	100.0000	0.0000
9.7	E-voting		78,627	0.4021	0	78,627	0.0000	100.0000
rubiic-institutions	Poll	1,95,56,069	0	0.0000	0	0	0.0000	0.0000
	Total (B)		78,627	0.4021	0	78.627	00000	100 0000
	E-voting		1,09,353	0.5446	1,08,353	1 000	00 0866	000.00
Public-Non Institutions	Poll	2,00,78,622	68,842	0.3429	68.842		20000	0.9145
	Total (C)	<u> </u>	1,78,195	0.8875	177 195	7	0000	0.0000
Total (A+B+C)	()					000,-	99.4388	0.5612
		15,18,22,242	7,33,22,477	48.2950	7,32,42,850	79,627	99.8914	0.1086
								_

Page 3 of 6



Item No. 3 Ordinary Resolution:	To ratify the app Statutory Auditor	To ratify the appointment of M/s B S R and Statutory Auditors of the Company.	S R and	Associates, Chartered Accountants, Gurgaon (ICAI Firm Registration No. 128901W), as	Accountants, G	urgaon (ICAI Fi	rm Registration I	No. 128901W), as
Whether Promoter / Promoter Group are intersted in the Agenda/Resolution	moter Group are in	tersted in the Age	enda/Resolution				2	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)*400
	E-voting		11,21,87,551	100.0000	11,21,87,551	0	100.0000	00000
Group	Poll	11,21,87,551	0	0.0000	0	0	0.0000	0.0000
	Total (A)		11,21,87,551	100.0000	11,21,87,551	0	100.0000	0000 0
	E-voting		78,627	0.4021	78,627	0	100.0000	00000
Public-Institutions	Poll	1,95,56,069	0	0.0000	0	0	0.0000	00000
	Total (B)		78,627	0.4021	78,627	0	100.0000	00000
	E-voting		1,09,353	0.5446	1,08,353	1,000	99.0855	0.9145
Public-Non Institutions	Poll	2,00,78,622	68,842	0.3429	68,842	0	100.0000	00000
	Total (C)		1,78,195	0.8875	1,77,195	1,000	99.4388	0.5612
Total (A+B+C)	rc)	15,18,22,242	11,24,44,373	74.0632	11,24,43,373	1,000	99.9991	0.0009

Page 4 of 6



Item No. 4 Special Resolution:	To enter into Related Party Trans financial year by Rs.1000 Crores.	ated Party Transa Rs.1000 Crores.	ctions for the fin	To enter into Related Party Transactions for the financial year 2017-18, for an aggregating maximum amount not exceeding during the financial year by Rs.1000 Crores.	8, for an aggreç	gating maximum	amount not exce	eding during the
Whether Promoter / Promoter Group are intersted in the Agenda/Resolution	noter Group are int	tersted in the Age	enda/Resolution		×-		Yes	S
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
	E-voting		7,30,65,655	65.1281	7,30,65,655	0	100.0000	0.0000
Promoters and Promoter Group	Poll	11,21,87,551	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
	E-voting		78,627	0.4021	78,627	0	100.0000	0.0000
Public-Institutions	Poll	1,95,56,069	0	0.0000	0	0	0.0000	0.000
	Total (B)		78,627	0.4021	78,627	0	100.0000	0.0000
	E-voting		1,09,353	0.5446	1,09,353	0	100.0000	0.0000
Public-Non Institutions	Poll	2,00,78,622	68,842	0.3429	68,842	0	100.0000	0.0000
	Total (C)		1,78,195	0.8875	1,78,195	0	100.0000	0.0000
Total (A+B+C)	-c)	15,18,22,242	7,33,22,477	48.2950	7,33,22,477	0	100.0000	0.0000

Page 5 of 6



Item No. 5 Ordinary Resolution:	To ratify the Rem Auditors of the C	To ratify the Remuneration payable to M/s. Auditors of the Company, for the financial y	le to M/s. Balaji 8 inancial year end	To ratify the Remuneration payable to M/s. Balaji & Associates, Cost Accountants, New Delhi (Firm Registration No. 000112) as Cost Auditors of the Company, for the financial year ended 31st March 2018.	t Accountants, I	New Delhi (Firm	Registration No.	000112) as Cost
Whether Promoter / Promoter Group are intersted in the Agenda/Resol	noter Group are in	tersted in the Age	enda/Resolution				NO	0
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
	E-voting		11,21,87,551	100.0000	11,21,87,551	0	100.0000	0.000
Group	Poll	11,21,87,551	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
	E-voting		78,627	0.4021	78,627	0	100.0000	0.0000
Public-Institutions	Poll	1,95,56,069	0	0.0000	0	0	0.0000	0.0000
	Total (B)		78,627	0.4021	78,627	0	100.0000	0.0000
	E-voting		1,09,353	0.5446	1,08,353	1,000	99.0855	0.9145
Public-Non Institutions	Poll	2,00,78,622	68,842	0.3429	68,842	0	100.0000	0.0000
	Total (C)		1,78,195	0.8875	1,77,195	1,000	99.4388	0.5612
Total (A+B+C)	+C)	15,18,22,242	11,24,44,373	74.0632	11,24,43,373	1,000	99.9991	0.0009
N . 45								

Note: All the aforesaid Ordinary and Special Resolutions were pased 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

INDORAMA SYNTHETICS (INDIA) LIMITED

(CIN: L17124MH1986PLC166615)

31-A, MIDC Industrial Area.

Butibori, Nagpur-441122,

Maharashtra

Dear Sir,

I, Neeraj Arora, Partner of 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 voting through ballot paper (Poll) at the Annual General Meeting (AGM), under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 read with Rule 21 of the Companies (Management and Administration) Rules, 2014, on the resolutions mentioned in Notice dated May 18, 2017 for 31st AGM of the members of the Company held on Tuesday, September 19, 2017 at 1:30 P.M. at "31-A, MIDC Industrial Area, Butibori, Nagpur-441122 Maharashtra".

I submit my report as under:-



- The remote e-voting period commenced on Saturday, September 16, 2017 at 9:00 A.M. and ended on Monday, September 18, 2017 at 05:00 P.M., via e-voting Platform on the designated website of National Securities Depository Limited (NSDL) viz. https://www.evoting.nsdl.com
- The Members of the Company as on the "cut off" date i.e. Tuesday, September 12, 2017
 were entitled to avail the facility of remote e-voting as well as poll at the AGM on the
 proposed resolutions (item nos. 1 to 5) as set out in the Notice dated May 18, 2017.
- 3. The total paid up Equity Share Capital of the Company as on September 12, 2017 was Rs. 1,51,82,22,420/- (Rupees One Hundred Fifty One Crore Eighty Two Lacs Twenty Two Thousand Four Hundred Twenty Only) divided into 15,18,22,242 (Fifteen Crore Eighteen Lacs Twenty Two Thousand Two Hundred Forty Two) equity shares of Rs. 10/- (Rupees Ten Only) each.
- 4. The Chairman ordered for poll at the AGM as per Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014.
- 5. One ballot box was kept for polling and the ballot box was locked.
- 6. After completion of Poll at the AGM, the ballot box was opened and ballots were diligently scrutinized. Thereafter, ballots were reconciled with the records maintained by the Registrar and Transfer Agents and the Authorizations/ Proxies lodged with the Company. A detailed register was maintained containing the particulars of the members who participated in poll at the AGM.
 - 7. Thereafter, the votes cast through remote e-voting were unblocked, after completion of poll at the AGM, in the presence of two witnesses, Ms. Suruchi Jassi R/o House No. 30, Sector-1, Gole Market, D.I.Z Area, New Delhi-110001 and Mr. Piyush Garg R/o D-36, 1st Floor, Durga Puri Chowk, Shahdara, New Delhi-110093, who were not in the employment of the



company. They have signed below confirming their presence at the time of unblocking of evotes.





- 8. The details of the members who participated in e-voting were also entered in a register.
- 9. The consolidated summary of results of remote e-voting and poll at AGM are as under:
- a. <u>Resolution No.1</u>: To consider and adopt the Audited Standalone Financial Statements of the Company together with Report of the Board and Auditors thereon and Audited Consolidated Financial Statements of the Company including Auditors Report thereon for the financial year ended 31st March 2017.

	Ordi	nary Resolution		*
1	Nun	nber of Valid Vo	tes	Porcentage
Particulars	Poll	e-votes	Total	Percentage
Assent	68,842	11,22,96,904	11,23,65,746	99.930
Dissent	0	78,627	78,627	0.070
Total	68,842	11,23,75,531	11,24,44,373	100.000

Therefore, the resolution No. 1 has been approved with requisite majority. Details of Poll at AGM & remote e-voting are given in <u>Annexure- A.</u>



b. <u>Resolution No.2</u>: To appoint a Director in place of Mr. Vishal Lohia (DIN 00206458), who retires by rotation at this Annual General Meeting and being eligible offers himself for reappointment.

	Ordi	nary Resolution		
Particulars	Num	ber of Valid Vote	es	D
T ditioulars	Poll	e-votes	Total	Percentage
Assent	68,842	7,31,74,008	7,32,42,850	99.891
Dissent	0	79,627	79,627	0.109
Total	68,842	7,32,53,635	7,33,22,477	100.000

Therefore, the resolution No. 2 has been approved with requisite majority. Details of Poll at AGM & remote e-voting are given in <u>Annexure B.</u>

c. <u>Resolution No.3</u>: To ratify the appointment of M/s B S R and Associates, Chartered Accountants, Gurgaon (ICAI Firm Registration No. 128901W), as Statutory Auditors of the Company.

	Ordi	nary Resolution	1	
	Nun	nber of Valid Vo	tes	
Particulars	Poll	e-votes	Total	Percentage
Assent	68,842	11,23,74,531	11,24,43,373	99.999
Dissent	0	1,000	1,000	0.001
Total	68,842	11,23,75,531	11,24,44,373	100.000

Therefore, the resolution No. 3 has been approved with requisite majority. Details of Poll at AGM & remote e-voting are given in <u>Annexure C.</u>



d. <u>Resolution No.4</u>: To enter into Related Party Transactions for the financial year 2017-18, for an aggregating maximum amount not exceeding during the financial year by Rs.1000 Crore.

	Spe	cial Resolution		
Particulars -	Num	ber of Valid Vote	es	_
	Poll	e-votes	Total	Percentage
Assent	68,842	7,32,53,635	7,33,22,477	100.000
Dissent	0	0	0	0.000
Total	68,842	7,32,53,635	7,33,22,477	100.000

Therefore, the resolution No. 4 has been approved with requisite majority. Details of Poll at AGM & remote e-voting are given in <u>Annexure-D</u>

e. Resolution No.5: To ratify the Remuneration payable to M/s. Balaji & Associates, Cost Accountants, New Delhi (Firm Registration No. 000112) as Cost Auditors of the Company.

	Ord	inary Resolution	ı	
Particulars	Nun	nber of Valid Vot	tes	
	Poll	e-votes	Total	Percentage
Assent	68,842	11,23,74,531	11,24,43,373	99.999
Dissent	0	1,000	1,000	0.001
Total	68,842	11,23,75,531	11,24,44,373	100.000

Therefore, the resolution No. 5 has been approved with requisite majority. Details Poll at AGM & remote e-voting are given in <u>Annexure-E</u>.



10. The registers, ballot papers and all other related documents shall remain in the safe custody of the Scrutinizer until the Chairman considers, approves and signs the minutes and thereafter, the Scrutinizer shall hand over these documents to the company.

Thanking you,

For SANJAY GROVER & ASSOCIATES

COMPANY SECRETARIES

NEW AND THE STATE OF THE STATE

Neeraj Arora

Scrutinizer

CP No.: 16186

September 20, 2017

New Delhi

Annexure - A

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

A1. VOTING THROUGH POLL:

Particulars	No. of voters	No. of Equity	Paid-up value of the Equity Shares
	Votero	Onares	(In Rs.)
a) Total votes received	25	68,842	6,88,420
b) Less: Invalid Votes	0	0	0
c) Net Valid votes cast	25	68,842	6,88,420
d) Votes with assent for the Resolution	25	68,842	6,88,420
e) Votes with dissent for the Resolution	0	0	0

A2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
(a) Net Valid Votes	38	11,23,75,531	1,12,37,55,310
(b) Votes with assent	35	11,22,96,904	1,12,29,69,040
(c) Votes with dissent	3	78,627	7,86,270



Annexure - B

Details of Poll at AGM & remote e-voting for Resolution No.- 2 are as under:

B1. VOTING THROUGH POLL:

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares (In Rs.)
a) Total votes received	25	68,842	6,88,420
b) Less: Invalid Votes	0	0	0
c) Net Valid votes cast	25	68,842	6,88,420
d) Votes with assent for the Resolution	25	68,842	6,88,420
e) Votes with dissent for the Resolution	0	0	0

B2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares (In Rs.)
(b) Votes with assent	31	7,31,74,008	73,17,40,080
(c) Votes with dissent	4	79,627	7,96,270



Annexure - C

Details of Poll at AGM & 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	25	68,842	6,88,420
b) Less: Invalid Votes	0	0	0
c) Net Valid votes cast	25	68,842	6,88,420
d) Votes with assent for the Resolution	25	68,842	6,88,420
e) Votes with dissent for the Resolution	0	0	0

C2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares (In Rs.)
(a)Net Valid Votes	38	11,23,75,531	1,12,37,55,310
(b) Votes with assent	37	11,23,74,531	1,12,37,45,310
(c) Votes with dissent	1	1,000	10,000



Annexure - D

Details of Poll at AGM & remote e-voting for Resolution No.- 4 are as under:

D1. VOTING THROUGH POLL:

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares (In Rs.)
a) Total votes received	25	68,842	6,88,420
b) Less: Invalid Votes	0	0	0
c) Net Valid votes cast	25	68,842	6,88,420
d) Votes with assent for the Resolution	25	68,842	6,88,420
e) Votes with dissent for the Resolutio ı	0	0	0

D2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares (In Rs.)
(a) Net Valid Votes	35	7,32,53,635	73,25,36,350
(b) Votes with assent	35	7,32,53,635	73,25,36,350
(c) Votes with dissent	0	0	0



Annexure – E

Details of Poll at AGM & remote e-voting for Resolution No.- 5 are as under:

E1. VOTING THROUGH POLL:

Partic ılars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares (In Rs.)
a) Total votes received	25	68,842	6,88,420
b) Less: Invalid Votes	0	0	0
c) Net Valid votes cast	25	68,842	6,88,420
d) Votes with assent for the Resolution	25	68,842	6,88 420
e) Votes with dissent for the Resolution	0	0	0

E2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares (In Rs.)
(a) Net Valid Votes	38	11,23,75,531	1,12,37,55,310
(b) Votes with assent	37	11,23,74,531	1,12,37,45,310
(c) Votes with dissent	1	1,000	10,000

