

INDO RAMA

IRSL:STEXCH:2018-19:
21st September 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 2nd Extra-ordinary General Meeting held on Thursday, 20th September 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 2nd Extra-ordinary General Meeting held on Thursday, 20th September 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 2nd EGM dated 13th August 2018 by requisite majority.

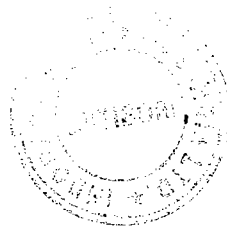
In this connection, we enclose the consolidated Voting Results of Remote e-Voting and Poll conducted at the EGM along with the Scrutinizers Report.

The above is for your kind information and records.

Thanking you.

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

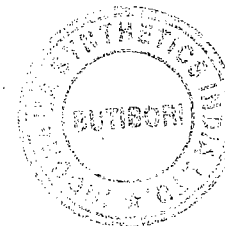

Jayantk Sood
CHRO & Company Secretary
(ICSI Membership No.: FCS 4482)



Encl.: As above.

INDO RAMA SYNTHETICS (INDIA) LIMITED

VOTING RESULTS OF 2ND 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	:	20 th September 2018
Total number of Shareholders on Cutt-off Date (i.e., 13 th September 2018)	:	21509
No. of Shareholders present in the meeting either in person or through Proxy	:	35
Promoters and Promoter Group	:	0
Public	:	35
No. of Shareholders attended the meeting through Video Conferencing	:	Not Applicable
Promoters and Promoter Group	:	Not Applicable
Public	:	Not Applicable



Agenda-wise Disclosure:

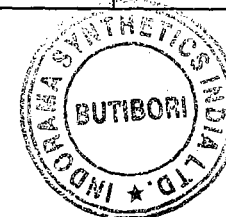
Item No. 1 Special Resolution:		Issuance of Equity Shares by way of Preferential Issue on Private Placement basis:						
Whether Promoter / Promoter Group are intersted in the Agenda/Resolution							NO	
Category	Mode of Voting	No. of shares held	No of Valid Votes Polled	% of Votes Polled on Outstanding 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	11,26,76,920	11,22,62,124	99.6319	11,22,62,124	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total (A)		11,22,62,124	99.6319	11,22,62,124	0	100.0000	0.0000
Public-Institutions	E-voting	1,82,69,556	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total (B)		0	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	E-voting	2,83,66,675	1,08,570	0.3827	1,08,432	138	99.8729	0.1271
	Poll		12,701	0.0448	12,701	0	100.0000	0.0000
	Total (C)		1,21,271	0.4275	1,21,133	138	99.8862	0.1138
Total (A+B+C)		15,93,13,151	11,23,83,395	70.5424	11,23,83,257	138	99.9999	0.0001



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Item No. 2 Special Resolution:	To place disclosure before the shareholders of the Company in terms of Regulation 73(1)(e) of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009 and to ratify the same as part of Special resolution passed by the shareholders at the Annual General meeting held on Saturday, 28th day of July, 2018 for the issuance of 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	11,26,76,920	11,22,62,124	99.6319	11,22,62,124	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total (A)		11,22,62,124	99.6319	11,22,62,124	0	100.0000	0.0000
Public-Institutions	E-voting	1,82,69,556	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total (B)		0	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	E-voting	2,83,66,675	1,08,570	0.3827	1,08,432	138	99.8729	0.1271
	Poll		12,701	0.0448	12,701	0	100.0000	0.0000
	Total (C)		1,21,271	0.4275	1,21,133	138	99.8862	0.1138
Total (A+B+C)		15,93,13,151	11,23,83,395	70.5424	11,23,83,257	138	99.9999	0.0001

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



Consolidated Scrutinizer's Report

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

To,

The Chairman

INDO RAMA SYNTHETICS (INDIA) LIMITED

(CIN: L17124MH1986PLC166615)

31-A, MIDC Industrial Area,

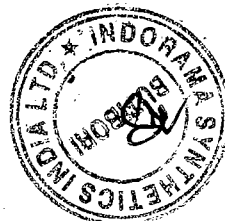
Butibori, Nagpur, Maharashtra - 441122

Dear Sir,

I, Neeraj Arora, Partner of M/s Sanjay Grover & Associates, Practicing Company Secretaries firm, 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 poll at the Extraordinary General Meeting (the 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 August 13, 2018 for 2nd EGM of the Company held on Thursday, September 20, 2018 at 01:30 P.M. at A-31, MIDC Industrial Area, Butibori, Nagpur-441122, Maharashtra.

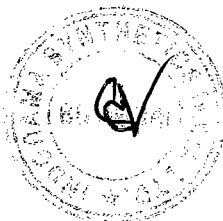
I submit my report as under:-

1. The remote e-voting period commenced on Monday, September 17, 2018 at 09:00 A.M. and ended on Wednesday, September 19, 2018 at 05:00 P.M. via e-voting platform on the



designated website of NSDL viz.: <https://www.evoting.nsdl.com/>, Authorized Agency to provide e-voting facility.

2. The Shareholders of the Company as on the "cut off" date i.e. Thursday, September 13, 2018 were entitled to avail the facility of remote e-voting as well as voting through poll at the 2nd Extra Ordinary General Meeting on the proposed resolution(s).
3. The total paid up Equity Share Capital of the Company as on Thursday, September 13, 2018 was Rs. 1,59,31,31,510/- (Rupees One Hundred Fifty Nine Crore Thirty One Lakh Thirty One Thousand Five Hundred Ten Only) divided into 15,93,13,151 (Fifteen Crore Ninety Three Lakh Thirteen Thousand One Hundred Fifty One) equity shares of Rs. 10/- (Rupees Ten Only) each.
4. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules thereof on the resolutions contained in the Notice of 2nd EGM. Our responsibilities as scrutinizers is restricted to make a consolidated scrutinizer's report of the votes cast 'For' or 'Against' the resolutions stated in the EGM Notice.
5. 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.
6. One ballot box was kept for polling paper and the ballot box were locked in my presence.
7. After completion of Poll at the EGM, the ballot box was opened in my presence and polling papers were diligently scrutinized. Thereafter, polling papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the Authorizations/Proxies lodged with the Company. Detailed registers were maintained containing the summary of results of remote e-voting and poll at EGM.



8. The polling papers, which were incomplete and/or which were otherwise found defective or where signature of any member did not match with the records maintained by Registrar & Transfer Agent of the Company, have been treated as invalid and were kept separately.
9. Thereafter, the votes cast through remote e-voting were unblocked after completion of poll at the EGM in the presence of two witnesses, Ms. Kajal Goel and Ms. Sonal Garg who were not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.


Kajal Goel


Sonal Garg

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

Resolution No. 1-

Issuance of Equity Shares by way of Preferential Issue on private placement basis.

Special Resolution				
Particulars	Number of Valid Votes			Percentage
	Poll	e-Votes	Total	
Assent	12,701	11,23,70,556	11,23,83,257	99.9999
Dissent	0	138	138	0.0001
Total	12,701	11,23,70,694	11,23,83,395	100



Therefore, the Resolution No. 1 has been approved with requisite majority. Details of poll at EGM & remote e-voting are given in Annexure- A.

Resolution No. 2-

To place Disclosure before the shareholder of the Company in terms of Regulation 73(1) of the Securities Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 and to ratify the same as part of Special Resolution passed by the shareholders at the Annual General Meeting held on Saturday, 28th day of July, 2018 for the issuance of equity shares by way of preferential issue on private placement basis.

Special Resolution				
Particulars	Number of Valid Votes			Percentage
	Poll	e-Votes	Total	
Assent	12,701	11,23,70,556	11,23,83,257	99.9999
Dissent	0	138	138	0.0001
Total	12,701	11,23,70,694	11,23,83,395	100

Therefore, the Resolution No. 2 has been approved with requisite majority. Details of poll at EGM & remote e-voting are given in Annexure- B.



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

Thanking you,

For SANJAY GROVER & ASSOCIATES
COMPANY SECRETARIES

Countersigned by



Neeraj Arora

Scrutinizer

CP No.: 16186

September 21, 2018

New Delhi



Annexure - A

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	35	12,701	1,27,010
b) Less: Invalid Votes	0	0	0
c) Net Valid votes	35	12,701	1,27,010
d) Votes with Assent	35	12,701	1,27,010
e) Votes with Dissent	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) Total Votes received	40	11,23,70,694	1,12,37,06,940
b) Less: Invalid Votes	0	0	0
c) Net Valid Votes	40	11,23,70,694	1,12,37,06,940
d) Votes with Assent	38	11,23,70,556	1,12,37,05,560
e) Votes with Dissent	2	138	1,380



Annexure - B

Details of poll at EGM & 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	35	12,701	1,27,010
b) Less: Invalid Votes	0	0	0
c) Net Valid votes	35	12,701	1,27,010
d) Votes with Assent	35	12,701	1,27,010
e) Votes with Dissent	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.)
a) Total Votes received	40	11,23,70,694	1,12,37,06,940
b) Less: Invalid Votes	0	0	0
c) Net Valid Votes	40	11,23,70,694	1,12,37,06,940
d) Votes with Assent	38	11,23,70,556	1,12,37,05,560
e) Votes with Dissent	2	138	1,380

