

# IGC INDUSTRIES LIMITED

(Formerly known as IGC Foils Limited)

CIN: L51909WB1980PLC032950

Regd. Office: Imax Lohia Square, Office No. 4B, 4<sup>th</sup> Floor, Premises No.23, Gangadhar Babu Lane,  
Kolkata, West Bengal-700012

Email ID: [igcfoils@gmail.com](mailto:igcfoils@gmail.com)

Date: 1<sup>st</sup> October, 2020

To,  
The Bombay Stock Exchange,  
Department of Corporate Services,  
Floor 25, P J Tower, Dalal Street,  
Mumbai- 400 001

**Subject: Result of AGM under Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 (Listing Agreements).**

**Reference: 39<sup>th</sup> Annual General Meeting of the Company.**

Script ID: 539449

ISIN: INE099S01016

Dear Sir/Madam,

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Please find enclosed herewith the details regarding the consolidated voting results in the prescribed format along with the on consolidated Scrutinizers Report on E-voting and voting through ballot paper, on the business transacted at the 39<sup>th</sup> Annual General Meeting of the members of the company which was held on 30<sup>th</sup> September, 2020 Wednesday at 10:00 A.M. at Imax Lohia Square, Office No. 43, 4th Floor, Premises No. 23, GangadharBabu Lane, Kolkata - 700012, West Bengal.

The above information will also be available on the website of the Company: [www.igcfoils.com](http://www.igcfoils.com)

Please take the same on your record and acknowledge the receipt of the same.

Thanking you,

Yours Faithfully,

For IGC Industries Limited



Prachi Rajesh Marwah

Director

DIN:08480611

IGC Industries Limited

Date of declaration of results: 1st October, 2020.

Date of the AGM/EGM	30th September, 2020
Total Number of Shareholders on record date i.e. 23rd September, 2020	654
No. of shareholders present in the meeting either in person or through proxy:	10
Promoter and Promoter Group:	1
Public:	9
No. of shareholders attended the the meeting through Video Conferencing:	
Promoter and Promoter Group:	-
Public:	-



IGC Industries Limited

Resolution 1: Adoption of Audited Balance Sheet as at 31st March 2020, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and the Explanatory Notes annexed to, and forming part of, any of the above documents together with the reports of the Board of Directors and Auditors thereon

Resolution required: Ordinary/Special

Whether promoter/promoter group are interested in the agenda/resolution?

Ordinary

No

Category	Mode of Voting	Total no. of shares held (1)	No. of Valid Votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	E-Voting	1,467,025	-	-	-	-	-	-
	Poll/Postal ballot		1,466,925	100	1,466,925	-	100	-
	Total		1,466,925	99.9932	1,466,925	-	100.0000	-
Public – Institutional holders	E-Voting	-	-	-	-	-	-	-
	Poll/Postal ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non Institutional	E-Voting	772,975	25,027	3.2378	25,027	-	100.0000	-
	Poll/Postal ballot		118	0.0153	118	-	100.0000	-
	Total		25,145	3.2530	25,145	-	100.0000	-
Total	E-voting	2,240,000	25,027	1.1173	25,027	-	100.0000	-
	Poll/Postal ballot		1,467,043	65.4930	1,467,043	-	100.0000	-
	Total		1,492,070	66.6103	1,492,070	-	100.0000	-



**IGC Industries Limited**

**Resolution 2: Appointment of a Director in place of Ms. Prachi Marwah (DIN: 08480611) who retires by rotation and being eligible, offers himself for re-appointment.**

**Resolution required: Ordinary/Special**

**Ordinary**

**Whether promoter/promoter group are interested in the agenda/resolution?**

**No**

Category	Mode of Voting	Total no. of shares held (1)	No. of Valid Votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	E-Voting	1,467,025	-	-	-	-	-	-
	Poll/Postal ballot		1,466,925	100	1,466,925	-	100	-
	<b>Total</b>		<b>1,466,925</b>	<b>99.9932</b>	<b>1,466,925</b>	<b>-</b>	<b>100.0000</b>	<b>-</b>
Public – Institutional holders	E-Voting	-	-	-	-	-	-	-
	Poll/Postal ballot		-	-	-	-	-	-
	<b>Total</b>		<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
Public-Non Institutional	E-Voting	772,975	25,027	3.2378	25,027	-	100.0000	-
	Poll/Postal ballot		118	0.0153	118	-	100.0000	-
	<b>Total</b>		<b>25,145</b>	<b>3.2530</b>	<b>25,145</b>	<b>-</b>	<b>100.0000</b>	<b>-</b>
Total	E-voting	2,240,000	25,027	1.1173	25,027	-	100.0000	-
	Poll/Postal ballot		1,467,043	65.4930	1,467,043	-	100.0000	-
	<b>Total</b>		<b>1,492,070</b>	<b>66.6103</b>	<b>1,492,070</b>	<b>-</b>	<b>100.0000</b>	<b>-</b>



**IGC Industries Limited**

**Resolution 3: Regularization of Additional Director, Mr. Mahendra Khirodwala (DIN: 01584440), by appointing him as Independent Non-Executive Director of the Company.**

Resolution required: Ordinary/Special

Ordinary

Whether promoter/promoter group are interested in the agenda/resolution?

No

Category	Mode of Voting	Total no. of shares held (1)	No. of Valid Votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	E-Voting	1,467,025	-	-	-	-	-	-
	Poll/Postal ballot		1,466,925	100	1,466,925	-	100	-
	<b>Total</b>		<b>1,466,925</b>	<b>99.9932</b>	<b>1,466,925</b>	-	<b>100.0000</b>	-
Public – Institutional holders	E-Voting	-	-	-	-	-	-	-
	Poll/Postal ballot		-	-	-	-	-	-
	<b>Total</b>		-	-	-	-	-	-
Public-Non Institutional	E-Voting	772,975	25,027	3.2378	25,027	-	100.0000	-
	Poll/Postal ballot		118	0.0153	118	-	100.0000	-
	<b>Total</b>		<b>25,145</b>	<b>3.2530</b>	<b>25,145</b>	-	<b>100.0000</b>	-
Total	E-voting	2,240,000	25,027	1.1173	25,027	-	100.0000	-
	Poll/Postal ballot		1,467,043	65.4930	1,467,043	-	100.0000	-
	<b>Total</b>		<b>1,492,070</b>	<b>66.6103</b>	<b>1,492,070</b>	-	<b>100.0000</b>	-



**IGC Industries Limited**

**Resolution 4: Regularization of Additional Director, Mr. Jayalal Pathak (DIN: 08720265), by appointing him as Independent Non-Executive Director of the Company.**

Resolution required: Ordinary/Special

Whether promoter/promoter group are interested in the agenda/resolution?

Ordinary

No

Category	Mode of Voting	Total no. of shares held (1)	No. of Valid Votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	E-Voting	1,467,025	-	-	-	-	-	-
	Poll/Postal ballot		1,466,925	100	1,466,925	-	100	-
	<b>Total</b>		<b>1,466,925</b>	<b>99.9932</b>	<b>1,466,925</b>	-	<b>100.0000</b>	-
Public – Institutional holders	E-Voting	-	-	-	-	-	-	-
	Poll/Postal ballot		-	-	-	-	-	-
	<b>Total</b>		-	-	-	-	-	-
Public-Non Institutional	E-Voting	772,975	25,027	3.2378	25,027	-	100.0000	-
	Poll/Postal ballot		118	0.0153	118	-	100.0000	-
	<b>Total</b>		<b>25,145</b>	<b>3.2530</b>	<b>25,145</b>	-	<b>100.0000</b>	-
<b>Total</b>	E-voting	<b>2,240,000</b>	25,027	1.1173	25,027	-	100.0000	-
	Poll/Postal ballot		1,467,043	65.4930	1,467,043	-	100.0000	-
	<b>Total</b>		<b>1,492,070</b>	<b>66.6103</b>	<b>1,492,070</b>	-	<b>100.0000</b>	-



IGC Industries Limited

Resolution 5: Approval of Related Party Transactions.

Resolution required: Ordinary/Special

Whether promoter/promoter group are interested in the agenda/resolution?

Special

No

Category	Mode of Voting	Total no. of shares held (1)	No. of Valid Votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	E-Voting	1,467,025	-	-	-	-	-	-
	Poll/Postal ballot		1,466,925	100	1,466,925	-	100	-
	Total		1,466,925	99.9932	1,466,925	-	100.0000	-
Public – Institutional holders	E-Voting	-	-	-	-	-	-	-
	Poll/Postal ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non Institutional	E-Voting	772,975	25,027	3.2378	25,027	-	100.0000	-
	Poll/Postal ballot		118	0.0153	118	-	100.0000	-
	Total		25,145	3.2530	25,145	-	100.0000	-
Total	E-voting	2,240,000	25,027	1.1173	25,027	-	100.0000	-
	Poll/Postal ballot		1,467,043	65.4930	1,467,043	-	100.0000	-
	Total		1,492,070	66.6103	1,492,070	-	100.0000	-



**IGC Industries Limited**

**Resolution 6: Approval to deliver documents through a particular mode as may be sought by the member.**

**Resolution required: Ordinary/Special**

**Whether promoter/promoter group are interested in the agenda/resolution?**

**Ordinary**

**No**

Category	Mode of Voting	Total no. of shares held (1)	No. of Valid Votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	E-Voting	1,467,025	-	-	-	-	-	-
	Poll/Postal ballot		1,466,925	100	1,466,925	-	100	-
	<b>Total</b>		<b>1,466,925</b>	<b>99.9932</b>	<b>1,466,925</b>	<b>-</b>	<b>100.0000</b>	<b>-</b>
Public – Institutional holders	E-Voting	-	-	-	-	-	-	-
	Poll/Postal ballot		-	-	-	-	-	-
	<b>Total</b>		<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
Public-Non Institutional	E-Voting	772,975	25,027	3.2378	25,027	-	100.0000	-
	Poll/Postal ballot		118	0.0153	118	-	100.0000	-
	<b>Total</b>		<b>25,145</b>	<b>3.2530</b>	<b>25,145</b>	<b>-</b>	<b>100.0000</b>	<b>-</b>
Total	E-voting	2,240,000	25,027	1.1173	25,027	-	100.0000	-
	Poll/Postal ballot		1,467,043	65.4930	1,467,043	-	100.0000	-
	<b>Total</b>		<b>1,492,070</b>	<b>66.6103</b>	<b>1,492,070</b>	<b>-</b>	<b>100.0000</b>	<b>-</b>





**Aditya Shah & Associates**  
PRACTICING COMPANY SECRETARIES  
AUTHORISED AGENTS FOR TRADEMARKS

**CS ADITYA SHAH**

A.C.S., B Com., D.L.L. & L.W.

M. No – 58883; COP – 22912; Trademarks Agent Code No: 33226

Office No. F-137, Lower Level, 1st Floor, Raghuleela Mega Mall, Poisar Gymkhana Road, Near Poisar Bus Depot, Kandivali (W), Mumbai - 400 067.  
Mob : 8655757004 | Email : aditya@csadityashah.co.in

**Combined Report of Scrutinizer for e-voting & voting through ballot process at the 39<sup>th</sup> Annual General Meeting**

*[Pursuant to Section 108/109 of the Companies Act, 2013 read with Rule 20(4)(xii) of Companies (Management and Administration) Rules, 2014 as amended]*

To,  
The Chairman,  
IGC Industries Limited,  
Imax Lohia Square 23, Office No. 4B,  
4<sup>th</sup> floor, Premises No. 23, Gangadhar Babu Lane, Kolkata – 700 012.

39<sup>th</sup> Annual General Meeting of Equity Shareholders of IGC Industries Limited, held on Wednesday, 30<sup>th</sup> September, 2020 at 10.00 a.m. at the registered office of the company at Imax Lohia Square 23, Office No. 4B, 4<sup>th</sup> floor, Premises No. 23, Gangadhar Babu Lane, Kolkata – 700 012.

**Sub: Passing of Resolution(s) through electronic voting pursuant to Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended.**

Dear Sir / Madam,

The Board of Directors of IGC Industries Limited (hereinafter referred to as "Company") has appointed me as the Scrutinizer for the Remote E-voting process as well as to scrutinize the voting conducted at the venue of the AGM pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. I hereby state that, I am familiar and well versed with the concept of electronic voting system as prescribed under the said Rules.



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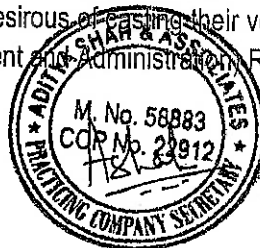
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## Report on Scrutiny:

- The Company has appointed National Securities Depository Limited (NSDL) as the Service Provider, for the purpose of extending the facility of Remote E-Voting to the Members of the Company.
- Satellite Corporate Services Private Limited is the Registrar and Share Transfer Agent of the Company
- NSDL had provided a system for recording the votes of the Members electronically on all items of the business (both Ordinary and Special business) sought to be transacted at the 39<sup>th</sup> Annual General Meeting of the Company, which was held on Wednesday, 30<sup>th</sup> September, 2020 at 10:00 a.m.
- NSDL had set up electronic voting facility on their website www.evoting.nsdl.com. The Company has uploaded all the items of the business to be transacted at the Annual General Meeting on the website of the Company and also on NSDL website to facilitate their members to cast their vote through Remote E-Voting.
- The cut-off date for determining members for the dispatch of the Notice of the Annual General Meeting was 28<sup>th</sup> August, 2020 (Physical & Email).
- The Company completed the dispatch of the Notice of the Annual General Meeting along with Annual Reports 2019-2020 to the members through e-mail within the prescribed time limit. Annual Reports for the financial year 2019-2020 were not dispatched in physical form as exemption were granted for the same by SEBI due to Covid-19 pandemic.
- The Notices sent (both through email and physical form) contained the detailed procedure to be followed by the Members who were desirous of casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014.



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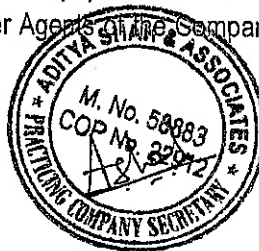
## CS ADITYA SHAH

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Mob : 8655757004 .I Email : aditya@csadityashah.co.in

- The Cut-off date for the purposes of identifying the Members who will be entitled to vote on the resolutions placed for approval of the Members was Wednesday, 23<sup>rd</sup> September, 2020.
- As prescribed in the aforesaid Rules, the Remote E-voting facility was kept open for three days from Sunday, 27<sup>th</sup> September, 2020 (9.00 a.m. IST) to Tuesday, 29<sup>th</sup> September, 2020 (5.00 p.m. IST).
- As prescribed in clause (v) of sub-rule 4 of the Rule 20, the Company also released an advertisement in one English language having country-wide circulation and in Bengali language. The notice published in the Newspapers carried the required information as specified in sub-rule 4 (v) (a) to (h) of the said Rule 20.
- At the end of E-voting period on 29<sup>th</sup> September, 2020 at 5:00 p.m., the voting period portal of the NSDL was blocked herewith.
- At the venue of the 39<sup>th</sup> Annual General Meeting of the Company held on Wednesday, 30<sup>th</sup> September, 2020, the facility to vote through Ballot / Poll Paper was made available to facilitate those members present at the meeting but could not participate in the remote e-voting to cast their votes.
- On 30<sup>th</sup> September, 2020, after counting of the votes conducted at the venue of the Annual General Meeting through ballot paper, the votes cast through remote E-Voting facility was duly unblocked by me in the presence of two witnesses who are not in employment of the Company, as prescribed in sub-rule 4Cxii) of the said Rule 20 of the Companies (Management and Administration) Rules, 2014.
- After the voting at the Annual General Meeting was concluded, the locked ballot box was subsequently opened in the presence of two persons as witnesses, as mentioned above, and ballot papers were diligently scrutinized. The ballot papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.



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**Note: Percentage of votes cast in favour or against the resolutions is calculated based on the Valid Votes cast through Remote E-Voting and voting conducted through Ballot / Poll Paper at the venue of the AGM.**

The Result of remote e-voting together with that of the voting conducted at the venue of the AGM are as under:

Mode of voting	Total valid votes	Votes in favour of Resolution			Votes against the Resolution			Invalid Votes Nos
		No of ballot / e-voting entry	Nos	% to total valid votes	No of ballot / e-voting entry	Nos	% to total valid votes	
<b>Item 1: Adoption of Audited Balance Sheet as at 31<sup>st</sup> March 2020, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and the Explanatory Notes annexed to, and forming part of, any of the above documents together with the reports of the Board of Directors and Auditors thereon. (Ordinary Resolution)</b>								
Remote E-voting	25027	24	25027	100.00	0	0	0.00	0
Voting at AGM	1467043	10	1467043	100.00	0	0	0.00	0
<b>Total</b>	<b>1492070</b>	<b>34</b>	<b>1492070</b>	<b>100.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>
<b>Item 2: Appointment of a Director in place of Ms. Prachi Marwah (DIN: 08480611) who retires by rotation and being eligible, offers himself for re-appointment. (Ordinary Resolution)</b>								
Remote E-voting	25027	24	25027	100.00	0	0	0.00	0
Voting at AGM	1467043	10	1467043	100.00	0	0	0.00	0
<b>Total</b>	<b>1492070</b>	<b>34</b>	<b>1492070</b>	<b>100.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>
<b>Item 3: Regularization of Additional Director, Mr. Mahendra Khirodwala (DIN: 01584440), by appointing him as Independent Non-Executive Director of the Company. (Ordinary Resolution)</b>								
Remote E-voting	25027	24	25027	100.00	0	0	0.00	0
Voting at AGM	1467043	10	1467043	100.00	0	0	0.00	0
<b>Total</b>	<b>1492070</b>	<b>34</b>	<b>1492070</b>	<b>100.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>



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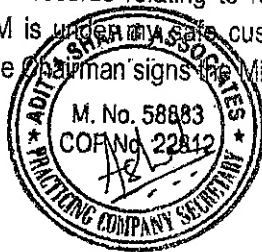
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Mode of voting	Total valid votes	Votes in favour of Resolution			Votes against the Resolution			Invalid Votes Nos
		No of ballot / e-voting entry	Nos	% to total valid votes	No of ballot / e-voting entry	Nos	% to total valid votes	
<b>Item 4: Regularization of Additional Director, Mr. Jayalal Pathak (DIN: 08720265), by appointing him as Independent Non-Executive Director of the Company. (Ordinary Resolution)</b>								
Remote E-voting	25027	24	25027	100.00	0	0	0.00	0
Voting at AGM	1467043	10	1467043	100.00	0	0	0.00	0
<b>Total</b>	<b>1492070</b>	<b>34</b>	<b>1492070</b>	<b>100.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>
<b>Item 5: Approval of Related Party Transactions. (Special Resolution)</b>								
Remote E-voting	25027	24	25027	100.00	0	0	0.00	0
Voting at AGM	1467043	10	1467043	100.00	0	0	0.00	0
<b>Total</b>	<b>1492070</b>	<b>34</b>	<b>1492070</b>	<b>100.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>
<b>Item 6: Approval to deliver documents through a particular mode as may be sought by the member. (Ordinary Resolution)</b>								
Remote E-voting	25027	24	25027	100.00	0	0	0.00	0
Voting at AGM	1467043	10	1467043	100.00	0	0	0.00	0
<b>Total</b>	<b>1492070</b>	<b>34</b>	<b>1492070</b>	<b>100.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>

All the Resolutions mentioned in the AGM Notice dated 25<sup>th</sup> August, 2020 stand passed under Remote E-voting and voting conducted through Ballot / Poll Paper at the AGM with the requisite majority and hence deemed to be passed as on the date of the AGM.

I hereby confirm that I am maintaining the Registers received from the Service Provider both electronically in respect of the votes cast through Remote E-Voting and voting conducted at the 39<sup>th</sup> AGM by the Members of the Company. All other relevant records relating to remote e-voting and voting conducted through Ballot / Poll Paper at the 39<sup>th</sup> AGM is under my safe custody and will be handed over to the Company Secretary for safe keeping, after the Chairman signs the Minutes.



# Aditya Shah & Associates

PRACTICING COMPANY SECRETARIES  
AUTHORISED AGENTS FOR TRADEMARKS

## CS ADITYA SHAH

A.C.S., B Com., D.L.L. & L.W.

M. No - 58883; COP - 22912; Trademarks Agent Code No: 33226

Office No. F-137, Lower Level, 1st Floor, Raghuleela Mega Mall, Poisar Gymkhana Road, Near Poisar Bus Depot, Kandivali (W), Mumbai - 400 067.  
Mob : 8655757004 | Email : aditya@csadityashah.co.in

For Aditya Shah & Associates,  
Practicing Company Secretaries,



Aditya Shah  
(Proprietor)

M. No.: 58883  
COP. No.: 22912

Place: Mumbai  
Date: 1<sup>st</sup> October, 2020

UDIN: A058883B000835406



Signed by Ms. Prachi Marwah  
Chairman of the meeting  
(For Resolution No. 1,3,4,5 and 6)



Signed by Mrs. Teena Shah  
Chairman of the meeting  
(For Resolution No. 2)