



# International Conveyors Limited

Corporate Office : 10, Middleton Row  
Post Box No. 9282, Kolkata - 700 071  
CIN : L21300WB1973PLC028854  
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ICL/NK/2019-20/559

September 23, 2019

## **Calcutta Stock Exchange Limited**

7, Lyons Range,  
Kolkata - 700 001  
Fax No. 22104500  
Kind Attn: Secretary

**Scrip Code No.10019039 (CSE)**

## **Bombay Stock Exchange Limited**

P. J. Towers, Dalal Street,  
Mumbai - 400 001  
Fax No. 22722037/22723121  
Kind Attn: General Manager,  
Department of Corporate Services

**Scrip Code No. 509709 (BSE)**

Dear Sir,

### **Voting Results of the 46<sup>th</sup> Annual General Meeting**

Please find enclosed herewith the Voting Results of the business transacted at the 46<sup>th</sup> Annual General Meeting of the Company held on September 21, 2019 under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We are also enclosing herewith the consolidated report of the Scrutinizer on e-voting and poll at the Annual General Meeting.

Please take the same on record and acknowledge.

Thanking you,

Yours faithfully,

For **International Conveyors Ltd**

*Neha Khandelwal*

**Neha Khandelwal**  
**(Company Secretary & Compliance Officer)**

Encl. as above



Registered Office & Works I :  
Falta SEZ, Sector - II, Near Pump House No. 3  
Village & Mouza - Akalmegh  
Dist. South 24 Parganas, West Bengal-743 504

Works II :  
E-39, M.I.D.C. Area, Chikalthana  
Aurangabad - 431 006  
Maharashtra

**46<sup>th</sup> Annual General Meeting (AGM) - details of voting results**

Particulars	Details
Date of AGM	September 21, 2019
Total number of Shareholders on record date	1790
No. of Shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	4 23
No. of Shareholders attended the meeting through video conferencing: Promoters and Promoter Group: Public:	Not Applicable

**Agenda-wise**

Sl. No.	Agenda	Resolution required (Ordinary / Special)	Mode of Voting (Poll /E-voting)	Remarks
1.	Adoption of Annual Accounts	Ordinary	e-voting & poll	Passed with requisite majority
2.	Declaration of Dividend	Ordinary	e-voting & poll	Passed with requisite majority
3.	Re-appointment of Mr. Sunit Om Prakash Mehra (DIN: 00359482), retiring by rotation	Ordinary	e-voting & poll	Passed with requisite majority
4.	Re-appointment of Shri Rajendra Kumar Dabriwala (DIN:00086658) as Managing Director	Special	e-voting & poll	Passed with requisite majority
5.	Re-Appointment of Shri J. S. Vanara (DIN: 00239574) as an Independent Director	Special	e-voting & poll	Passed with requisite majority
6.	Re-Appointment of Shri L. K. Tibrawalla (DIN:00423521) as an Independent Director	Special	e-voting & poll	Passed with requisite majority
7.	Re-Appointment of Shri M. P. Jhunhunwala(DIN:00567070) as an Independent Director	Special	e-voting & poll	Passed with requisite majority
8.	Re-Appointment of Shri K. T. Reddy (DIN: 03330182) as an Independent Director	Special	e-voting & poll	Passed with requisite majority
9.	Re-Appointment of Shri C. W. Benjamin (DIN: 07093277) as an Independent Director	Special	e-voting & poll	Passed with requisite majority





**K. GULGULIA & CO.**  
Chartered Accountants

7A Beninck Street  
4th Floor, Room - 404  
Kolkata - 700 001  
Ph: 033 - 2243 7820  
Email: khushboo.gulgulia@yahoo.com

## Scrutinizer's Report on E-Voting

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(3)(ix) of the Companies (Management and Administration) Amendment Rules, 2015]

To  
The Chairman of the 46<sup>th</sup> Annual General Meeting of the Members of  
**INTERNATIONAL CONVEYORS LIMITED** held on the 21<sup>st</sup> day of September, 2019 at 2.00 P. M. at Falta SEZ,  
Sector-II, Near Pump House No. 3, Village and Mouza - Akalmegh, Dist. 24 Parganas (S), West Bengal-743504

Dear Sir,

I, Khushboo Gulgulia, Chartered Accountant -in-Practice, have been appointed as a Scrutinizer by the Board of Directors of **INTERNATIONAL CONVEYORS LIMITED** (the Company) for the purpose of scrutinizing the e-voting process (remote e-voting) and ascertain the requisites on majority on e-voting, under the provisions of Section 108 of the Companies Act, 2013 (the 'Act') read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SFBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, on the resolutions contained in the notice of the 46<sup>th</sup> Annual General Meeting (AGM) of the Members of the Company dated 30<sup>th</sup> May, 2019, held on Saturday, the 21<sup>st</sup> September, 2019 at 2.00 P.M. at Falta SEZ, Sector-II, Near Pump House No. 3, Village and Mouza - Akalmegh, Dist. 24 Parganas (S), West Bengal-743504.

1. The Management of the Company is responsible to ensure compliance with the requirements of the Act and Rules relating to voting through electronic means on the resolution contained in the Notice of the 46<sup>th</sup> Annual General Meeting (AGM) of the Members of the Company dated 30<sup>th</sup> May, 2019. My responsibility as the Scrutinizer for e-voting process is restricted to making a Scrutinizer's report of the votes cast in "favour" or "against" on the resolutions as set out in the notice to the AGM, based on the reports generated from e-voting platform provided by **National Securities Depository Limited (NSDL)**, the authorized agency to provide e-voting facilities, engaged by the Company.
2. The Company had also provided the facility to vote through poll to its shareholders on 21<sup>st</sup> September, 2019 at the venue of the meeting to its Shareholders who had not opted to vote through the remote e-voting. The Report of Scrutinizer for Ballot Form Voting is also attached herewith.
3. Further to the above, I submit my report as under :-
  - i. The e-voting period remained open from **Wednesday, the 18<sup>th</sup> September, 2019 (10.00 a.m.)** till **Friday, the 20<sup>th</sup> September, 2019 (5.00 p.m.)**.
  - ii. The Members of the Company as on "**cut-off**" date i.e. on **Saturday, the 14<sup>th</sup> September, 2019**, were entitled to vote on the resolutions (Items No. 1 to 9 as set out in the notice of the AGM of the Company dated 30<sup>th</sup> May, 2019).
  - iii. The total paid-up equity share capital of the Company as on "**cut-off**" date 14<sup>th</sup> September, 2019, was Rs. 6,75,00,000/- divided into 6,75,00,000 equity shares of Rs.1/- each.
  - iv. The votes cast were unblocked on 21<sup>st</sup> September, 2019 after the completion of AGM in the presence of two witnesses, Ms. Adity Dey & Mr. Pritam Mitra who are not in employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Witness 1 : Ms. Adity Dey

Witness 2 : Mr. Pritam Mitra

- a. Thereafter, the details containing *inter-alia*, list of Equity Share Holders, who voted "for" and "against" each of the resolution contained in the notice of the AGM dated 30<sup>th</sup> May, 2019, that were put to vote, were generated from the e-voting website of **National Securities Depository Limited (NSDL)**, and based on such reports generated, the result of e-voting is as under :-



**Item No. 1: (Ordinary Resolution):** - Adoption of audited financial statements of the Company for the financial year ended 31<sup>st</sup> March, 2019, and the reports of the Board of Directors and Auditors thereon.

(i) Voted in favour of the resolution (out of valid votes cast):

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
40	3,47,40,946	100%

(ii) Voted against the resolution (out of valid votes cast):

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid Votes:

Total Number of members whose votes were declared invalid	Total Number of votes cast by them
NIL	NIL

**Item No. 2: (Ordinary Resolution):** - Declaration of dividend on Equity Shares for the financial year ended 31<sup>st</sup> March, 2019.

(i) Voted in favour of the resolution (out of valid votes cast):

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
40	3,47,40,946	100%

(ii) Voted against the resolution (out of valid votes cast):

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid Votes:

Total Number of members whose votes were declared invalid	Total Number of votes cast by them
NIL	NIL

**Item No. 3: (Ordinary Resolution)** - To appoint a Director in place of Mr. Sunil Om Prakash Mehra (DIN: 00359482), who retires by rotation and being eligible, offers herself for re-appointment

(i) Voted in favour of the resolution (out of valid votes cast):

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
39	3,47,38,946	100%

(ii) Voted against the resolution (out of valid votes cast):

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid Votes:

Total Number of members whose votes were declared invalid	Total Number of votes cast by them
NIL	NIL

**Item No. 4: (Special Resolution):** - Re-Appointment of Mr. Rajendra Kumar Dubriwala (DIN- 00086658) as Managing Director.

(i) Voted in favour of the resolution (out of valid votes cast):

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
39	3,47,38,946	100%

(ii) Voted against the resolution (out of valid votes cast):

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid Votes:

Total Number of members whose votes were declared invalid	Total Number of votes cast by them
NIL	NIL

**Item No. 5: (Special Resolution):** - Re-Appointment of MR. J. S. Varma (DIN: 00219574) as an Independent Director.

(i) Voted in favour of the resolution (out of valid votes cast):



Number of members voted	Number of votes cast by them	% of total number of valid votes cast
39	3,47,38,946	100%

(ii) Voted against the resolution (out of valid votes cast) :

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid Votes:

Total Number of members whose votes were declared invalid	Total Number of votes cast by them
NIL	3,19,19,254

**Item No. 6: (Special Resolution):** - Re-Appointment of MR. L. K. Tibrewalla (DIN: 00423521) as an Independent Director

(i) Voted in favour of the resolution (out of valid votes cast) :

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
39	3,47,38,946	100%

(ii) Voted against the resolution (out of valid votes cast) :

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid Votes:

Total Number of members whose votes were declared invalid	Total Number of votes cast by them
NIL	NIL

**Item No. 7: (Special Resolution):** - Re-Appointment of MR. M. P. Jhunjhunwala (DIN: 00567070) as an Independent Director

(ii) Voted in favour of the resolution (out of valid votes cast) :

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
39	3,47,38,946	100%

(iv) Voted against the resolution (out of valid votes cast) :

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid Votes:

Total Number of members whose votes were declared invalid	Total Number of votes cast by them
NIL	NIL

**Item No. 8: (Special Resolution):** - Re-Appointment of MR. K. T. REDDY (DIN: 03330182) as an Independent Director

(i) Voted in favour of the resolution (out of valid votes cast) :

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
39	3,47,38,946	100%

(ii) Voted against the resolution (out of valid votes cast) :

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid Votes:

Total Number of members whose votes were declared invalid	Total Number of votes cast by them
NIL	NIL



**Item No. 9: (Special Resolution): - Re-Appointment of MR. C. W. Benjamin (DIN: 07093277), as an independent director**

<b>(i) Voted in favour of the resolution (out of valid votes cast):</b>		
Number of members voted	Number of votes cast by them	% of total number of valid votes cast
39	3,47,38,946	100%
<b>(ii) Voted against the resolution (out of valid votes cast):</b>		
Number of members voted	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL
<b>(iii) Invalid Votes:</b>		
Total Number of members whose votes were declared invalid	Total Number of votes cast by them	
NIL	NIL	

The Report of E-Voting in the format prescribed under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is enclosed as Annexure - "A".

Note: All the above resolutions have been passed unanimously.

Thanking You,

Yours Faithfully,

*Kisheshoo Gulgulia*

**[KISHESHOO GULGULIA]**  
Chartered Accountant-in-Practice  
Membership No. 306808



Place : Kolkata

Dated : 23rd September, 2019

**Format for Voting Results prescribed under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, being part of Scrutinizer's Report (E-voting result)**

**ANNEXURE - "A" (Page 1 of 4)**

Date of the AGM	21-09-2019
Total number of shareholders on record date	1790
No. of shareholders presented in the meeting either in person or through proxy :	
Promoters and Promoters Group :	4
Public :	23
No. of shareholders attended the meeting through Video Conferencing :	
Promoters and Promoters Group	--- NIL ---
Public	--- NIL ---

**Agenda - wise disclosure**

**Resolutions / Agenda No. 1 : (Ordinary Resolution) :- Adoption of audited financial statements of the Company for the financial year ended 31<sup>st</sup> March, 2019, and the reports of the Board of Directors and Auditors thereon.**

Resolution required : (Ordinary/Special)

ORDINARY RESOLUTIONS

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

NO

Category	Mode of Voting	No. of shares held (1)	No of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No of Votes - 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	3,19,19,254	3,18,71,254	99.85%	3,18,71,254	--- NIL ---	100%	--- NIL ---
Public-Institutions	E-voting	1,26,01,344	--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---	--- N.A. ---	--- N.A. ---
Public- Non Institutions	E-voting	2,29,79,402	28,69,692	12.48%	28,69,692	--- NIL ---	100%	--- NIL ---
<b>TOTAL</b>		<b>6,75,00,000</b>	<b>3,47,40,946</b>	<b>51.47%</b>	<b>3,47,40,946</b>	<b>--- NIL ---</b>	<b>100%</b>	<b>--- NIL ---</b>

**Resolutions / Agenda No. 2 : (Ordinary Resolution) :- Declaration of dividend on Equity Shares for the financial year ended 31<sup>st</sup> March, 2019.**

Resolution required : (Ordinary/Special)

ORDINARY RESOLUTIONS

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

NO

Category	Mode of Voting	No. of shares held (1)	No of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No of Votes - 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	3,19,19,254	3,18,71,254	99.85%	3,18,71,254	--- NIL ---	100%	--- NIL ---
Public-Institutions	E-voting	1,26,01,344	--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---	--- N.A. ---	--- N.A. ---
Public- Non Institutions	E-voting	2,29,79,402	28,69,692	12.48%	28,69,692	--- NIL ---	100%	--- NIL ---
<b>TOTAL</b>		<b>6,75,00,000</b>	<b>3,47,40,946</b>	<b>51.47%</b>	<b>3,47,40,946</b>	<b>--- NIL ---</b>	<b>100%</b>	<b>--- NIL ---</b>



**ANNEXURE - "A" (Page 2 of 4)**

**Resolutions / Agenda No. 3 : (Ordinary Resolution) 2 - To appoint a Director in place of Mr. Sanit Om Prakash Mehta (DIN: 00359482), who retires by rotation and being eligible, offers herself for re-appointment.**

Resolution required : (Ordinary/Special)		ORDINARY RESOLUTIONS						
Whether promoter / promoter group are interested in the agenda/resolution?		NO						
Category	Mode of Voting	No. of shares held	No of votes polled	% of Votes Polled on outstanding shares	No of Votes - 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
Promoter and Promoter Group	E-voting	5,19,19,254	3,18,71,254	99.85%	3,18,71,254	---	100%	---
Public-Institutions	E-voting	1,26,01,344	---	---	---	---	N.A.	N.A.
Public- Non Institutions	E-voting	2,29,79,402	28,67,692	12.48%	28,67,692	---	100%	---
<b>TOTAL</b>		<b>6,75,00,000</b>	<b>3,47,38,946</b>	<b>51.47%</b>	<b>3,47,38,946</b>	<b>---</b>	<b>100%</b>	<b>---</b>

**Resolutions / Agenda No. 4 : (Special Resolution); - Re-Appointment of Mr. Rajendra Kumar Dabhiwala (DIN: 00086658) as Managing Director**

Resolution required : (Ordinary/Special)		SPECIAL RESOLUTIONS						
Whether promoter / promoter group are interested in the agenda/resolution?		YES. ALL THE PROMOTERS AND THE ENTIRE PROMOTER GROUP ARE CONCERNED OR INTERESTED, FINANCIALLY OR OTHERWISE, IN THE RESOLUTION						
Category	Mode of Voting	No. of shares held	No of votes polled	% of Votes Polled on outstanding shares	No of Votes - 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
Promoter and Promoter Group	E-voting	5,19,19,254	3,18,71,254	99.85%	3,18,71,254	---	---	---
Public-Institutions	E-voting	1,26,01,344	---	---	---	---	N.A.	N.A.
Public- Non Institutions	E-voting	2,29,79,402	28,67,692	12.48%	28,67,692	---	100%	---
<b>TOTAL</b>		<b>6,75,00,000</b>	<b>3,47,38,946</b>	<b>51.47%</b>	<b>3,47,38,946</b>	<b>---</b>	<b>100%</b>	<b>---</b>

**Resolutions / Agenda No. 5 : (Special Resolution); - Re-Appointment of MR. J. S. Varma (DIN: 00239574) as an Independent Director**

Resolution required : (Ordinary/Special)		SPECIAL RESOLUTIONS						
Whether promoter / promoter group are interested in the agenda/resolution?		NO						
Category	Mode of Voting	No. of shares held	No of votes polled	% of Votes Polled on outstanding shares	No of Votes - 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
Promoter and Promoter Group	E-voting	5,19,19,254	3,18,71,254	99.85%	3,18,71,254	---	---	---
Public-Institutions	E-voting	1,26,01,344	---	---	---	---	N.A.	N.A.
Public- Non Institutions	E-voting	2,29,79,402	28,67,692	12.48%	28,67,692	---	100%	---
<b>TOTAL</b>		<b>6,75,00,000</b>	<b>3,47,38,946</b>	<b>51.47%</b>	<b>3,47,38,946</b>	<b>---</b>	<b>100%</b>	<b>---</b>



**ANNEXURE - "A" (Page 3 of 4)**

**Resolutions / Agenda No. 6 : (Special Resolution): - Re-Appointment of MR. L. K. Tibrewalla (DIN: 00423521) as an Independent Director.**

Resolution required : (Ordinary/Special)			SPECIAL RESOLUTIONS					
Whether promoter / promoter group are interested in the agenda/resolution ?			NO					
Category	Mode of Voting	No. of shares held	No of votes polled	% of Votes Polled on outstanding shares (3)-(2)/(1) *100	No of Votes - favour	No of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)		(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	3,19,19,254	3,18,71,254	99.85%	3,18,71,254	--- NIL ---	--- NIL ---	--- NIL ---
Public-Institutions	E-voting	1,26,01,344	--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---	--- N. A. ---	--- N.A. ---
Public- Non Institutions		2,29,79,402	28,67,692	12.48%	28,67,692	--- NIL ---	100%	--- NIL ---
<b>TOTAL</b>	<b>E-voting</b>	<b>6,75,00,000</b>	<b>3,47,38,946</b>	<b>51.47%</b>	<b>3,47,38,946</b>	<b>--- NIL ---</b>	<b>100%</b>	<b>--- NIL ---</b>

**Resolutions / Agenda No. 7 : (Special Resolution): - Re-Appointment of MR. M. P. Jhanjhanwala (DIN: 00567070) as an Independent Director**

Resolution required : (Ordinary/Special)			SPECIAL RESOLUTIONS					
Whether promoter / promoter group are interested in the agenda/resolution ?			NO					
Category	Mode of Voting	No. of shares held	No of votes polled	% of Votes Polled on outstanding shares (5)-(2)/(1) *100	No of Votes - favour	No of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)		(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	3,19,19,254	3,18,71,254	99.85%	3,18,71,254	--- NIL ---	--- NIL ---	--- NIL ---
Public-Institutions	E-voting	1,26,01,344	--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---	--- N. A. ---	--- N.A. ---
Public- Non Institutions		2,29,79,402	28,67,692	12.48%	28,67,692	--- NIL ---	100%	--- NIL ---
<b>TOTAL</b>	<b>E-voting</b>	<b>6,75,00,000</b>	<b>3,47,38,946</b>	<b>51.47%</b>	<b>3,47,38,946</b>	<b>--- NIL ---</b>	<b>100%</b>	<b>--- NIL ---</b>

**Resolutions / Agenda No. 8 : (Special Resolution): - Re-Appointment of MR. K. T. REDDY (DIN: 03330182) as an Independent Director.**

Resolution required : (Ordinary/Special)			SPECIAL RESOLUTIONS					
Whether promoter / promoter group are interested in the agenda/resolution ?			NO					
Category	Mode of Voting	No. of shares held	No of votes polled	% of Votes Polled on outstanding shares (3)-(2)/(1) *100	No of Votes - favour	No of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)		(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	3,19,19,254	3,18,71,254	99.85%	3,18,71,254	--- NIL ---	--- NIL ---	--- NIL ---
Public-Institutions	E-voting	1,26,01,344	--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---	--- N. A. ---	--- N.A. ---
Public- Non Institutions		2,29,79,402	28,67,692	12.48%	28,67,692	--- NIL ---	100%	--- NIL ---
<b>TOTAL</b>	<b>E-voting</b>	<b>6,75,00,000</b>	<b>3,47,38,946</b>	<b>51.47%</b>	<b>3,47,38,946</b>	<b>--- NIL ---</b>	<b>100%</b>	<b>--- NIL ---</b>



**ANNEXURE - "A" (Page 4 of 4)**

**Resolutions / Agenda No. 9 : (Special Resolution): - Re-Appointment of Mr. C. W. Benjamin (DIN: 07093277) as an independent director**

Resolution required : (Ordinary/Special)		SPECIAL RESOLUTIONS						
Whether promoter / promoter group are interested in the agenda/resolution ?		NO						
Category	Mode of Voting	No. of shares held	No of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No of Votes in favour	No of Votes - against	% of Votes in Favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
		(1)	(2)		(4)	(5)		
Promoter and Promoter Group	E-voting	3,19,19,254	3,18,71,254	99.85%	3,18,71,254	--- NIL ---	--- NIL ---	--- NIL ---
Public-Institutions	E-voting	1,26,01,344	--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---	--- N.A. ---	--- N.A. ---
Public- Non Institutions	E-voting	2,29,79,402	28,67,692	12.48%	28,67,692	--- NIL ---	100%	--- NIL ---
<b>TOTAL</b>		<b>6,75,00,000</b>	<b>3,47,38,946</b>	<b>51.47%</b>	<b>3,47,38,946</b>	<b>--- NIL ---</b>	<b>100%</b>	<b>--- NIL ---</b>

Note: All the above resolutions have been passed unanimously.

Thanking You,

Yours Faithfully,

*Khushboo Gulgulia*

**[KHUSHBOO GULGULIA]**  
Chartered Accountant-in-Practice  
Membership No. 306808



Place : Kolkata  
Dated : 23rd September, 2019



K. GULGULIA & CO.  
Chartered Accountants

7A Beattinck Street  
4th Floor, Room - 401  
Kolkata - 700 001  
Ph: 033 - 2243 7820  
Email: khushboo.gulgulia@yahoo.com

## FORM NO. MGT - 13

## REPORT OF SCRUTINIZER FOR BALLOT FORM VOTING

[Pursuant to Section 109 of Companies Act, 2013, and Rule 21(2) of the Companies (Management and Administration) Amendment Rules, 2015]

To  
The Chairman of the 46<sup>th</sup> Annual General Meeting of the Members of  
**INTERNATIONAL CONVEYORS LIMITED** held on the 21<sup>st</sup> day of September, 2019 at 2.00 P. M. at Falta SEZ,  
Sector-II, Near Pump House No. 3, Village and Mouza - Akalmegh, Dist. 24 Parganas (S), West Bengal-743504.

Dear Sir,

1. Khushboo Gulgulia, a Chartered Accountant-in-Practice, have been appointed as a Scrutinizer by the Board of Directors of **INTERNATIONAL CONVEYORS LIMITED** (the Company) for the purpose of scrutinizing and Poll through Ballot Form facility pursuant to Section 109 of the Companies Act, 2013, read with Rule 21 of the Companies (Management and Administration) Amendment Rules, 2015, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, in the resolutions contained in the notice of the Annual General Meeting (AGM) of the members of the Company dated 30<sup>th</sup> May, 2019, held on Saturday, the 21<sup>st</sup> September, 2019 at 2.00 P.M. at Falta SEZ, Sector-II, Near Pump House No. 3, Village and Mouza - Akalmegh, Dist. 24 Parganas (S), West Bengal-743504.
2. The management of the Company is responsible to ensure compliance with the requirements of the Act and Rules relating to voting through remote e-voting and ballot forms means on the resolution proposed in the Notice of the 46<sup>th</sup> Annual General Meeting (AGM) of the members of the Company dated 30<sup>th</sup> May, 2019. My responsibility as the Scrutinizer for the process of voting through ballot form at the venue of AGM is to ensure that the voting process is conducted in a fair and transparent manner and is restricted to make a Scrutinizer's report of the votes cast in "favour" or "against" on the resolutions proposed in the notice to the 46<sup>th</sup> AGM of the Company, through ballot forms at the venue of Annual General Meeting in respect of the resolutions considered at the 46<sup>th</sup> Annual General Meeting of the Shareholders of the Company.
3. Ballot Form facility provided at the venue of the Annual General Meeting was optional till all the resolutions were considered and voted upon, only by members attending the meeting and who have not voted through Remote e-voting.
4. After the time fixed for closing of the poll by the chairman, ballot box kept for polling was locked in my presence with due identification marks placed by me.
5. The locked box was subsequently open in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the registrar and transfer agents of the company and the authorizations / proxies lodged with the Company
6. The poll papers which were incomplete and / or which were otherwise found defective have been treated as invalid and kept separately.

The result of the poll is as under :-

**Item No. 1 : (Ordinary Resolution) :-** Adoption of audited financial statements of the Company for the financial year ended 31<sup>st</sup> March, 2019, and the reports of the Board of Directors and Auditors thereon.

(i) Voted in favour of the resolution (out of valid votes cast) :		
Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
14	9,89,029	100%
(ii) Voted against the resolution (out of valid votes cast) :		
Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL
(iii) Invalid Votes:		
Total Number of Members (in person or by proxy)	Total Number of votes cast by them	



Proxy), whose votes were declared Invalid	NIL	NIL
---	-----	-----

**Item No. 2: (Ordinary Resolution) :** - Declaration of dividend on Equity Shares for the financial year ended 31<sup>st</sup> March, 2019.

<b>(i) Voted in favour of the resolution (out of valid votes cast) :</b>		
Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
14	9,89,029	100%
<b>(ii) Voted against the resolution (out of valid votes cast) :</b>		
Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL
<b>(iii) Invalid Votes:</b>		
Total Number of Members (in person or by Proxy), whose votes were declared Invalid	Total Number of votes cast by them	
NIL	NIL	

**Item No. 3: (Ordinary Resolution) -** To appoint a Director in place of Mr. Sunit Om Prakash Mehra (DIN: 00359482), who retires by rotation and being eligible, offers herself for re-appointment

<b>(i) Voted in favour of the resolution (out of valid votes cast) :</b>		
Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
14	9,89,029	100%
<b>(ii) Voted against the resolution (out of valid votes cast) :</b>		
Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL
<b>(iii) Invalid Votes:</b>		
Total Number of Members (in person or by Proxy), whose votes were declared Invalid	Total Number of votes cast by them	
NIL	NIL	

**Item No. 4: (Special Resolution) :** - Re-Appointment of Mr. Rajendra Kumar Dabral (DIN: 00086638) as Managing Director.

<b>(i) Voted in favour of the resolution (out of valid votes cast) :</b>		
Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
14	9,89,029	100%
<b>(ii) Voted against the resolution (out of valid votes cast) :</b>		
Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL
<b>(iii) Invalid Votes:</b>		
Total Number of Members (in person or by Proxy), whose votes were declared Invalid	Total Number of votes cast by them	
NIL	NIL	



## Continuation Sheet

K. GULGULIA &amp; CO.

**Item No. 5: (Special Resolution): - Re-Appointment of MR. J. S. Vanaro (DIN: 00239574) as an Independent Director.**

(i) Voted in favour of the resolution (out of valid votes cast) :		
Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
14	9,89,029	100%
(ii) Voted against the resolution (out of valid votes cast) :		
Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL
(iii) Invalid Votes:		
Total Number of Members (in person or by Proxy), whose votes were declared Invalid	Total Number of votes cast by them	
NIL	NIL	

**Item No. 6: (Special Resolution): - Re-Appointment of MR. L. K. Fibrewalla (DIN:00423521) as an Independent Director.**

(i) Voted in favour of the resolution (out of valid votes cast) :		
Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
14	9,89,029	100%
(ii) Voted against the resolution (out of valid votes cast) :		
Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL
Invalid Votes:		
Total Number of Members (in person or by Proxy), whose votes were declared Invalid	Total Number of votes cast by them	
NIL	NIL	

**Item No. 7: (Special Resolution): - Re-Appointment of MR. M. P. Jhunjhunwala (DIN: 00567070) as an Independent Director**

(i) Voted in favour of the resolution (out of valid votes cast) :		
Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
14	9,89,029	100%
(ii) Voted against the resolution (out of valid votes cast) :		
Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL
Invalid Votes:		
Total Number of Members (in person or by Proxy), whose votes were declared Invalid	Total Number of votes cast by them	
NIL	NIL	



**Item No. 8: (Special Resolution): - Re-Appointment of MR. K. I. REDDY (DIN: 03330182) as an Independent Director**

(i) Voted in favour of the resolution (out of valid votes cast) :		
Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast

	14	9,89,029	100%
<b>(ii) Voted against the resolution (out of valid votes cast) :</b>			
<b>Number of Members present and voting (in person or by proxy)</b>		<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast</b>
NIL		NIL	NIL
<b>(iii) Invalid Votes:</b>			
<b>Total Number of Members (in person or by Proxy), whose votes were declared Invalid</b>		<b>Total Number of votes cast by them</b>	
NIL		NIL	

**Item No. 9: (Special Resolution):** • Re-Appointment of MR. C. W. Benjamin (DIN: 07093277) as an Independent Director

<b>(i) Voted in favour of the resolution (out of valid votes cast) :</b>			
<b>Number of Members present and voting (in person or by proxy)</b>		<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast</b>
14		9,89,029	100%
<b>(ii) Voted against the resolution (out of valid votes cast) :</b>			
<b>Number of Members present and voting (in person or by proxy)</b>		<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast</b>
NIL		NIL	NIL
<b>(iii) Invalid Votes:</b>			
<b>Total Number of Members (in person or by Proxy), whose votes were declared Invalid</b>		<b>Total Number of votes cast by them</b>	
NIL		NIL	

The Report of E-Voting in the format prescribed under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is enclosed as Annexure – "A".

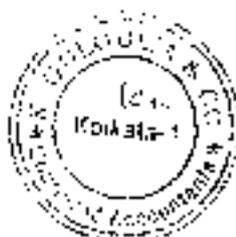
Note: All the above resolutions have been passed unanimously.

Thanking You,

Yours Faithfully,

Khushboo Gulgia

[KHUSHBOO GULGULIA]  
Chartered Accountant-in-Practice  
Membership No. 306808



Place : Kolkata  
Dated : 23rd September, 2019

**Format for Voting Results prescribed under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, being part of Scrutinizer's Report (E-voting result)**

**ANNEXURE - "A" (Page 1 of 4)**

Date of the AGM	21.03.2019
Total number of shareholders on record date	1790
No. of shareholders presented in the meeting either in person or through proxy :	
Promoters and Promoters Group :	4
Public :	23
No. of shareholders attended the meeting through Video Conferencing :	
Promoters and Promoters Group :	--- NIL ---
Public :	--- NIL ---

**Agenda - wise disclosure**

**Resolutions / Agenda No. 1 : (Ordinary Resolution) :** - Adoption of audited financial statements of the Company for the financial year ended 31<sup>st</sup> March, 2019, and the reports of the Board of Directors and Auditors thereon.

Resolution required : (Ordinary/Special)		ORDINARY RESOLUTIONS						
Whether promoter / promoter group are interested in the agenda/resolution		NO						
Category	Mode of Voting	No. of shares held (1)	No of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No of Votes - 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	Ballot Form	3,19,19,254	--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---
Public-Institutions	Ballot Form	1,26,01,344	--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---	--- N.A. ---	--- N.A. ---
Public- Non Institutions	Ballot Form	2,29,79,402	9,89,029	4.30%	9,89,029	--- NIL ---	100%	--- NIL ---
<b>TOTAL</b>		<b>6,75,00,000</b>	<b>9,89,029</b>	<b>1.47%</b>	<b>9,89,029</b>	<b>--- NIL ---</b>	<b>100%</b>	<b>--- NIL ---</b>

**Resolutions / Agenda No. 2 : (Ordinary Resolution) :** - Declaration of dividend on Equity Shares for the financial year ended 31<sup>st</sup> March, 2019

Resolution required : (Ordinary/Special)		ORDINARY RESOLUTIONS						
Whether promoter / promoter group are interested in the agenda/resolution		NO						
Category	Mode of Voting	No. of shares held (1)	No of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No of Votes - 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	Ballot Form	3,19,19,254	--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---	100%	--- NIL ---
Public-Institutions	Ballot Form	1,26,01,344	--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---	--- N.A. ---	--- N.A. ---
Public- Non Institutions	Ballot Form	2,29,79,402	9,89,029	4.30%	9,89,029	--- NIL ---	100%	--- NIL ---
<b>TOTAL</b>		<b>6,75,00,000</b>	<b>9,89,029</b>	<b>1.47%</b>	<b>9,89,029</b>	<b>--- NIL ---</b>	<b>100%</b>	<b>--- NIL ---</b>



**ANNEXURE - "A" (Page 2 of 4)**

**Resolutions / Agenda No. 3 : (Ordinary Resolution) :-** To appoint a Director in place of Mr. Sunil Om Prakash Mehra (DIN: 00339482), who retires by rotation and being eligible, offers herself for re-appointment

Resolution required : (Ordinary/Special)			ORDINARY RESOLUTIONS					
Whether promoter / promoter group are interested in the agenda/resolution ?			NO					
Category	Made of Voting	No. of shares held	No of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No of Votes - favour	No of Votes - against	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
		(1)	(2)		(4)	(5)		
Promoter and Promoter Group	Ballot Form	3,19,19,254	--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---	100%	--- NIL ---
Public-Institutions	Ballot Form	1,26,01,344	--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---	N.A.	--- N.A. ---
Public- Non Institutions	Ballot Form	2,29,79,402	9,89,029	4.30%	9,89,029	--- NIL ---	100%	--- NIL ---
<b>TOTAL</b>		<b>6,75,00,000</b>	<b>9,89,029</b>	<b>1.47%</b>	<b>9,89,029</b>	<b>--- NIL ---</b>	<b>100%</b>	<b>--- NIL ---</b>

**Resolutions / Agenda No. 4 : (Special Resolution) :-** Re-Appointment of Mr. Rajendra Kumar Dabrawala (DIN: 00086638) as Managing Director

Resolution required : (Ordinary/Special)			SPECIAL RESOLUTIONS					
Whether promoter / promoter group are interested in the agenda/resolution ?			YES. ALL THE PROMOTERS AND THE ENTIRE PROMOTER GROUP ARE CONCERNED OR INTERESTED, FINANCIALLY OR OTHERWISE, IN THE RESOLUTION					
Category	Made of Voting	No. of shares held	No of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No of Votes - favour	No of Votes - against	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
		(1)	(2)		(4)	(5)		
Promoter and Promoter Group	Ballot Form	3,19,19,254	--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---
Public-Institutions	Ballot Form	1,26,01,344	--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---	N.A.	--- N.A. ---
Public- Non Institutions	Ballot Form	2,29,79,402	9,89,029	4.30%	9,89,029	--- NIL ---	100%	--- NIL ---
<b>TOTAL</b>		<b>6,75,00,000</b>	<b>9,89,029</b>	<b>1.47%</b>	<b>9,89,029</b>	<b>--- NIL ---</b>	<b>100%</b>	<b>--- NIL ---</b>

**Resolutions / Agenda No. 5 : (Special Resolution) :-** Re-Appointment of MR. J. S. Varma (DIN: 00239574) as an Independent Director

Resolution required : (Ordinary/Special)			SPECIAL RESOLUTIONS					
Whether promoter / promoter group are interested in the agenda/resolution ?			NO					
Category	Made of Voting	No. of shares held	No of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No of Votes - favour	No of Votes - against	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
		(1)	(2)		(4)	(5)		
Promoter and Promoter Group	Ballot Form	3,19,19,254	--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---
Public-Institutions	Ballot Form	1,26,01,344	--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---	N.A.	--- N.A. ---
Public- Non Institutions	Ballot Form	2,29,79,402	9,89,029	4.30%	9,89,029	--- NIL ---	100%	--- NIL ---
<b>TOTAL</b>		<b>6,75,00,000</b>	<b>9,89,029</b>	<b>1.47%</b>	<b>9,89,029</b>	<b>--- NIL ---</b>	<b>100%</b>	<b>--- NIL ---</b>



**ANNEXURE - "A" (Page 3 of 4)****Resolutions / Agenda No. 6 : (Special Resolution) - Re-Appointment of MR. L. K. Tibrewalla (DIN: 00425521) as an Independent Director.**

Resolution required : (Ordinary/Special)			SPECIAL RESOLUTIONS					
Whether promoter / promoter group are interested in the agenda/resolution ?			NO					
Category	Made of Voting	No. of shares held	No of votes polled	% of Votes Polled on outstanding shares (3)=(2)/(1)*100	No of Votes - favour	No of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoter and Promoter Group	Ballot Form	3,19,19,254	--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---
Public-Institutions	Ballot Form	1,26,01,344	--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---	--- N.A. ---	--- N.A. ---
Public- Non Institutions	Ballot Form	2,29,79,402	9,89,029	4.30%	9,89,029	--- NIL ---	100%	--- NIL ---
<b>TOTAL</b>		<b>6,75,00,000</b>	<b>9,89,029</b>	<b>1.47%</b>	<b>9,89,029</b>	<b>--- NIL ---</b>	<b>100%</b>	<b>--- NIL ---</b>

**Resolutions / Agenda No. 7 : (Special Resolution) - Re-Appointment of MR. M. P. Jhanjhanwala (DIN: 00567070) as an Independent Director**

Resolution required : (Ordinary/Special)			SPECIAL RESOLUTIONS					
Whether promoter / promoter group are interested in the agenda/resolution ?			NO					
Category	Made of Voting	No. of shares held	No of votes polled	% of Votes Polled on outstanding shares (3)=(2)/(1)*100	No of Votes - favour	No of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoter and Promoter Group	Ballot Form	3,19,19,254	--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---
Public-Institutions	Ballot Form	1,26,01,344	--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---	--- N.A. ---	--- N.A. ---
Public- Non Institutions	Ballot Form	2,29,79,402	9,89,029	4.30%	9,89,029	--- NIL ---	100%	--- NIL ---
<b>TOTAL</b>		<b>6,75,00,000</b>	<b>9,89,029</b>	<b>1.47%</b>	<b>9,89,029</b>	<b>--- NIL ---</b>	<b>100%</b>	<b>--- NIL ---</b>

**Resolutions / Agenda No. 8 : (Special Resolution) - Re-Appointment of MR. K. T. REDDY (DIN: 03330182) as an Independent Director**

Resolution required : (Ordinary/Special)			SPECIAL RESOLUTIONS					
Whether promoter / promoter group are interested in the agenda/resolution ?			NO					
Category	Made of Voting	No. of shares held	No of votes polled	% of Votes Polled on outstanding shares (3)=(2)/(1)*100	No of Votes - favour	No of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoter and Promoter Group	Ballot Form	3,19,19,254	--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---
Public-Institutions	Ballot Form	1,26,01,344	--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---	--- N.A. ---	--- N.A. ---
Public- Non Institutions	Ballot Form	2,29,79,402	9,89,029	4.30%	9,89,029	--- NIL ---	100%	--- NIL ---
<b>TOTAL</b>		<b>6,75,00,000</b>	<b>9,89,029</b>	<b>1.47%</b>	<b>9,89,029</b>	<b>--- NIL ---</b>	<b>100%</b>	<b>--- NIL ---</b>



**ANNEXURE - "A" (Page 4 of 4)**

**Resolutions / Agenda No. 9 : (Special Resolution): - Re-Appointment of MR. C. W. Benjamin (DIN: 07093277) as an independent director**

Resolution required: (Ordinary/Special) **SPECIAL RESOLUTIONS**

Whether promoter / promoter group are interested in the agenda/resolution? **NO**

Category	Mode of Voting	No. of shares held (1)	No of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No of Votes - 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	Ballot Form	3,19,19,254	--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---
Public-Institutions	Ballot Form	1,26,01,344	--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---	--- N. A. ---	--- N.A. ---
Public- Non Institutions	Ballot Form	2,29,79,402	9,89,029	4.30%	9,89,029	--- NIL ---	100%	--- NIL ---
<b>TOTAL</b>		<b>6,75,00,000</b>	<b>9,89,029</b>	<b>1.47%</b>	<b>9,89,029</b>	<b>--- NIL ---</b>	<b>100%</b>	<b>--- NIL ---</b>

Note: All the above resolutions have been passed unanimously.

Thanking You,

Yours Faithfully,

*Khushboo Gulgulia*



**[KHUSHBOO GULGULIA]**  
Chartered Accountant-in-Practice  
Membership No. 306808

Place : Kolkata

Dated : 23rd September, 2019



K. GULGULIA & CO.  
Chartered Accountants

7A Bentinck Street  
4th Floor, Room - 401  
Kolkata - 700 001  
Ph: 033 - 2243 7820  
Email: khushboo.gulgulia@yahoo.com

### CONSOLIDATED SCRUTINIZER'S REPORT

[Voting through Remote E-Voting and Ballot Form Facility]

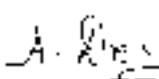
[Pursuant to Section 108 and 109 of Companies Act, 2013 and Companies (Management and Administration) Amendment Rules, 2015]

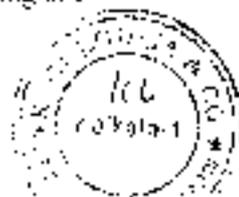
To  
The Chairman of the 46<sup>th</sup> Annual General Meeting of the Members of  
**INTERNATIONAL CONVEYORS LIMITED** held on the 21<sup>st</sup> day of September, 2019 at 2.00 P. M. at Falta SEZ,  
Sector-II, Near Pump House No. 3, Village and Mouza - Akalmegh, Dist. 24 Parganas (S), West Bengal-743504.

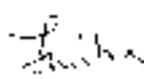
Dear Sir,

I, Khushboo Gulgulia, a Chartered Accountant-in-Practice, have been appointed as a Scrutinizer by the Board of Directors of **INTERNATIONAL CONVEYORS LIMITED** (the Company) for the purpose of scrutinizing the e-voting process (remote e-voting) under the provisions of Section 108 of the Companies Act, 2013 (the 'Act') read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and Poll through Ballot Form facility pursuant to Section 109 of the Companies Act, 2013, read with Rule 21 of the Companies (Management and Administration) Rules, 2014, in the resolutions contained in the notice of the Annual General Meeting (AGM) of the members of the Company dated 30<sup>th</sup> May, 2019, held on Saturday, the 21<sup>st</sup> September, 2019 at 2.00 P.M. at Falta SEZ, Sector-II, Near Pump House No. 3, Village and Mouza - Akalmegh, Dist. 24 Parganas (S), West Bengal-743504.

- The management of the Company is responsible to ensure compliance with the requirements of the Act and Rules relating to voting through remote e-voting and ballot forms means in the resolution proposed in the Notice of the 46<sup>th</sup> Annual General Meeting (AGM) of the members of the Company dated 30<sup>th</sup> May, 2019. My responsibility as the Scrutinizer for the process of voting through remote e-voting and ballot form at the venue of AGM is to ensure that the voting process is conducted in a fair and transparent manner and is restricted to make a Scrutinizer's report of the votes cast in "favour" or "against" on the resolutions proposed in the notice to the 46<sup>th</sup> AGM of the Company, based on the reports generated from e-voting systems provided by **National Securities Depository Limited (NSDL)**, the authorized agency to provide e-voting facilities, engaged by the Company for voting through electronics means and votes cast through ballot forms at the venue of Annual General Meeting in respect of the resolutions considered at the 46<sup>th</sup> Annual General Meeting of the Shareholders of the Company.
- In terms of the aforesaid Notice and as prescribed in the aforesaid rules, the remote e-voting facilities were kept open from **Wednesday, the 18<sup>th</sup> September, 2019 (10.00 a.m.) till Friday, the 20<sup>th</sup> September, 2019 at 5.00 P.M.** and Members were requested to cast their votes electronically conveying their assent or dissent in respect of the resolutions on e-voting platform provided by **NSDL**.
- The Member of the Company as on "cut off" date i.e. on **Saturday, the 14<sup>th</sup> September, 2019**, were entitled to vote on the resolutions (item No. 1 to 9) as set out in the notice of 46<sup>th</sup> AGM of the Company.
- Ballot Form facility provided at the venue of the Annual General Meeting was optional till all the resolutions were considered and voted upon, only by members attending the meeting and who have not voted through Remote e-voting.
- At the end of the voting period on **Friday, the 20<sup>th</sup> September, 2019 at 5.00 P.M.**, the voting portal of the service provider was blocked forthwith.
- The votes cast were unblocked on 21<sup>st</sup> September, 2019 after the completion of AGM in the presence of two witnesses, **Ms. Adity Dey & Mr. Pritam Mitra** who are not in employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

  
Witness 1: Ms. Adity Dey



  
Witness 2: Mr. Pritam Mitra

8. The total paid-up equity share capital of the Company as on "cut-off" date 14<sup>th</sup> September, 2019, was Rs. 6,75,00,000/- divided into 6,75,00,000 equity shares of Rs.1/- each
9. Thereafter, the details containing *inter-alia* list of Equity Share Holders, who voted "for", "against" each of the resolution contained in the notice of the AGM dated 30<sup>th</sup> May, 2019, that were put to vote, were generated from the e-voting website of National Securities Depository Limited (NSDL), and based on such reports.
- The brief analysis of the results of the voting through remote e-voting and Ballot Form facility are as under:-

**Item No. 1 : Ordinary Resolution :** - Adoption of Audited Financial Statement for the year ended 31st March, 2019 together with the reports of Board of Directors and Auditors Report thereon

Particulars	Remote E-Voting		No. of Votes contained in Ballot Form		No.	Total Votes	Percentage (%)
	No.	Votes	No.	Votes			
Assent	40	3,47,40,946	14	9,89,029	54	3,57,29,975	100.00%
Dissent	0	0	0	0	0	0	0.00%
Total	40	3,47,40,946	14	9,89,029	54	3,57,29,975	100.00%
Abstain/Invalid	Nil	Nil	Nil	Nil	Nil	Nil	Nil

**Item No. 2 : (Ordinary Resolution) :** - Declaration of dividend on Equity Shares for the financial year ended 31<sup>st</sup> March, 2019.

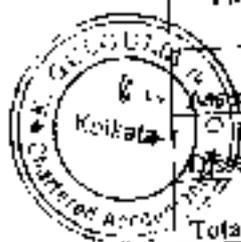
Particulars	Remote E-Voting		No. of Votes contained in Ballot Form		No.	Total Votes	Percentage (%)
	No.	Votes	No.	Votes			
Assent	40	3,47,40,946	14	9,89,029	54	3,57,29,975	100.00%
Dissent	0	0	0	0	0	0	0.00%
Total	40	3,47,40,946	14	9,89,029	54	3,57,29,975	100.00%
Abstain/Invalid	Nil	Nil	Nil	Nil	Nil	Nil	Nil

**Item No. 3: (Ordinary Resolution)** - To appoint a Director in place of Mr. Sunit Om Prakash Mehra (DIN: 00359482), who retires by rotation and being eligible, offers herself for re-appointment.

Particulars	Remote E-Voting		No. of Votes contained in Ballot Form		No.	Total Votes	Percentage (%)
	No.	Votes	No.	Votes			
Assent	39	3,47,38,946	14	9,89,029	53	3,57,27,975	100.00%
Dissent	0	0	0	0	0	0	0.00%
Total	39	3,47,38,946	14	9,89,029	53	3,57,27,975	100.00%
Abstain/Invalid	Nil	Nil	Nil	Nil	Nil	Nil	Nil

**Item No. 4: (Special Resolution) :** - Re-Appointment of Mr. Rajendra Kumar Dabrewala (DIN- 00086654) as Managing Director.

Particulars	Remote E-Voting		No. of Votes contained in Ballot Form		No.	Total Votes	Percentage (%)
	No.	Votes	No.	Votes			
Assent	39	3,47,38,946	14	9,89,029	53	3,57,27,975	100.00%
Dissent	0	0	0	0	0	0	0.00%
Total	39	3,47,38,946	14	9,89,029	53	3,57,27,975	100.00%
Abstain/Invalid	Nil	Nil	Nil	Nil	Nil	Nil	Nil



**Item No. 5: (Special Resolution): - Re-Appointment of MR. J. S. Vaidya (DIN: 00239574) as an Independent Director**

Particulars	Remote E-Voting		No. of Votes contained in Ballot Form		Total Votes	Percentage (%)
	No.	Votes	No.	Votes		
Assent	39	3,47,38,946	14	9,89,029	53	100.00%
Dissent	0	0	0	0	0	0.00%
Total	39	3,47,38,946	14	9,89,029	53	100.00%
Abstain/Invalid	Nil	Nil	Nil	Nil	Nil	Nil

**Item No. 6: (Special Resolution): - Re-Appointment of MR. I. K. Tibrewalla (DIN:00423521) as an Independent Director.**

Particulars	Remote E-Voting		No. of Votes contained in Ballot Form		Total Votes	Percentage (%)
	No.	Votes	No.	Votes		
Assent	39	3,47,38,946	14	9,89,029	53	100.00%
Dissent	0	0	0	0	0	0.00%
Total	39	3,47,38,946	14	9,89,029	53	100.00%
Abstain/Invalid	Nil	Nil	Nil	Nil	Nil	Nil

**Item No. 7: (Special Resolution): - Re-Appointment of MR. M. P. Bharghawanala (DIN: 00567070) as an Independent Director**

Particulars	Remote E-Voting		No. of Votes contained in Ballot Form		Total Votes	Percentage (%)
	No.	Votes	No.	Votes		
Assent	39	3,47,38,946	14	9,89,029	53	100.00%
Dissent	0	0	0	0	0	0.00%
Total	39	3,47,38,946	14	9,89,029	53	100.00%
Abstain/Invalid	Nil	Nil	Nil	Nil	Nil	Nil

**Item No. 8: (Special Resolution): - Re-Appointment of MR. K. T. REDDY (DIN: 03330182) as an Independent Director**

Particulars	Remote E-Voting		No. of Votes contained in Ballot Form		Total Votes	Percentage (%)
	No.	Votes	No.	Votes		
Assent	39	3,47,38,946	14	9,89,029	53	100.00%
Dissent	0	0	0	0	0	0.00%
Total	39	3,47,38,946	14	9,89,029	53	100.00%
Abstain/Invalid	Nil	Nil	Nil	Nil	Nil	Nil



**Item No. 9: (Special Resolution): - Re-Appointment of MR. C. W. Benjamin (DIN: 07093277) as an independent director**

Particulars	No. of Votes contained in						Percentage (%)
	Remote E-Voting		Ballot Form		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	39	3,47,38,946	14	9,89,029	53	3,57,27,975	100.00%
Dissent	0	0	0	0	0	0	0.00%
Total	39	3,47,38,946	14	9,89,029	53	3,57,27,975	100.00%
Abstain/Invalid	Nil	Nil	Nil	Nil	Nil	Nil	Nil

Based the foregoing, the aforesaid resolutions shall be deemed to have been passed unanimously.

The Report of E-Voting in the format prescribed under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is enclosed as **Annexure – "A"**

All the relevant records, relating to the voting through ballot form and remote e-voting is under my safe custody and will be handed over to the Chairman or Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Note: All the above resolutions passed unanimously

Thanking You,

Yours Faithfully,

*Khushboo Gulgulia*

[Khushboo Gulgulia]  
Chartered Accountant-in - Practice  
Membership No. 306808



Place: Kolkata

Dated: 23rd September, 2019

**Format for Voting Results prescribed under Regulation 44 of SEBI  
(Listing Obligations and Disclosure Requirements) Regulations, 2015,  
being part of Scrutinizer's Report (E-voting result)**

**ANNEXURE - "A" (Page 1 of 4)**

Date of the AGM	21-09-2019
Total number of shareholders on record date	1790
No. of shareholders presented in the meeting either in person or through proxy :	
Promoters and Promoters Group	4
Public	23
No. of shareholders attended the meeting through Video Conferencing :	
Promoters and Promoters Group :	--- NIL ---
Public	--- NIL ---

**Agenda - wise disclosure**

**Resolutions / Agenda No. 1 : (Ordinary Resolution) : - Adoption of Audited Financial Statement for the year ended 31st March, 2019 together with the reports of Board of Directors and Auditors Report thereon**

Resolution required (Ordinary/Special)		ORDINARY RESOLUTIONS						
Whether promoter / promoter group are interested in the agenda/resolution ?		NO						
Categories	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - 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		3,18,71,254	99.85%	3,18,71,254	--- NIL ---	100.00 %	--- NIL ---
	Poll	3,19,19,254	--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---
	Postal Ballot (if applicable)		--- NIL ---	--- N.A. ---	--- NIL ---	--- NIL ---	--- N.A. ---	--- N.A. ---
	Total		3,18,71,254	99.85%	3,18,71,254	--- NIL ---	100.00 %	--- NIL ---
Public-Institutions	E-Voting		--- NIL ---	--- N.A. ---	--- NIL ---	--- NIL ---	--- N.A. ---	--- N.A. ---
	Poll	1,26,01,344	--- NIL ---	--- N.A. ---	--- NIL ---	--- NIL ---	--- N.A. ---	--- N.A. ---
	Postal Ballot (if applicable)		--- NIL ---	--- N.A. ---	--- NIL ---	--- NIL ---	--- N.A. ---	--- N.A. ---
	Total		--- NIL ---	--- N.A. ---	--- NIL ---	--- NIL ---	--- N.A. ---	--- N.A. ---
Public- Non Institutions	E-Voting		28,69,692	12.48%	28,69,692	--- NIL ---	100.00%	0%
	Poll		9,89,029	4.50%	9,89,029	--- NIL ---	100.00%	--- N.A. ---
	Postal Ballot (if applicable)	2,29,79,402	--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---
	Total		38,58,721	16.98%	38,58,721	--- NIL ---	--- N.A. ---	0%
<b>TOTAL</b>		6,75,00,000	3,57,29,975	52.93%	3,57,29,975	--- NIL ---	100.00 %	0%





**Resolutions / Agenda No. 3 : (Ordinary Resolution) :** - To appoint a Director in place of Mr. Sanit Om Prakash Mehra (DIN: 00339482), who retires by rotation and being eligible, offers himself for re-appointment.

Resolution required (Ordinary/Special)		ORDINARY RESOLUTIONS						
Whether promoter / promoter group are interested in the agenda/resolution?		NO						
Category	Mode of Voting	No. of shares held (1)	No of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No of Votes - 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	3,19,19,254	3,18,71,254	99.85%	3,18,71,254	--- NIL ---	100.00 %	--- NIL ---
	Poll		--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---
	Postal Ballot (if applicable)		--- NIL ---	--- N. A. ---	--- NIL ---	--- NIL ---	--- N. A. ---	--- N. A. ---
	Total		3,18,71,254	99.85%	3,18,71,254	--- NIL ---	100.00 %	--- NIL ---
Public-Institutions	E-Voting	1,26,01,344	--- NIL ---	--- N. A. ---	--- NIL ---	--- NIL ---	--- N. A. ---	--- N. A. ---
	Poll		--- NIL ---	--- N. A. ---	--- NIL ---	--- NIL ---	--- N. A. ---	--- N. A. ---
	Postal Ballot (if applicable)		--- NIL ---	--- N. A. ---	--- NIL ---	--- NIL ---	--- N. A. ---	--- N. A. ---
	Total		--- NIL ---	--- N. A. ---	--- NIL ---	--- NIL ---	--- N. A. ---	--- N. A. ---
Public- Non Institutions	E-Voting	3,29,79,402	28,67,692	12.48%	28,67,692	--- NIL ---	100.00%	0%
	Poll		9,89,029	4.30%	9,89,029	--- NIL ---	100.00%	--- N. A. ---
	Postal Ballot (if applicable)		--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---
	Total		38,56,721	16.78%	38,56,721	--- NIL ---	--- N. A. ---	0%
<b>TOTAL</b>		6,75,10,000	3,57,27,975	52.93%	3,57,27,975	--- NIL ---	100.00 %	0%



**Resolutions / Agenda No. 4 : (Special Resolution) - Re-Appointment of Mr. Rajendra Kumar Dubriwala (DIN: 00086558) as Managing Director**

Resolution required (Ordinary/Special)			SPECIAL RESOLUTION					
Whether promoter / promoter group are interested in the agenda resolution?			YES. ALL THE PROMOTERS AND THE ENTIRE PROMOTER GROUP ARE CONCERNED OR INTERESTED, FINANCIALLY OR OTHERWISE, IN THE RESOLUTION					
Category	Mode of Voting	No. of shares held	No of votes pulled (2)	% of Votes Pulled on on-standing shares (3)=[(2)/(1)]*100	No of Votes - favour (4)	No of Votes - against (5)	% of Votes in favour on votes pulled (6)=[(4)/(2)]*100	% of Votes against on votes pulled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3,19,19,254	3,18,71,254	99.85%	3,18,71,254	--- NIL ---	100.00 %	--- NIL ---
	Poll		--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---
	Postal Ballot (if applicable)		--- NIL ---	--- N.A. ---	--- NIL ---	--- NIL ---	--- N.A. ---	--- N.A. ---
	Total		3,18,71,254	99.85%	3,18,71,254	--- NIL ---	100.00 %	--- NIL ---
Public-Institutions	E-Voting	1,26,01,344	--- NIL ---	--- N.A. ---	--- NIL ---	--- NIL ---	--- N.A. ---	--- N.A. ---
	Poll		--- NIL ---	--- N.A. ---	--- NIL ---	--- NIL ---	--- N.A. ---	--- N.A. ---
	Postal Ballot (if applicable)		--- NIL ---	--- N.A. ---	--- NIL ---	--- NIL ---	--- N.A. ---	--- N.A. ---
	Total		--- NIL ---	--- N.A. ---	--- NIL ---	--- NIL ---	--- N.A. ---	--- N.A. ---
Public- Non Institutions	E-Voting	2,29,79,402	28,67,692	12.48%	28,67,692	--- NIL ---	100.00%	0%
	Poll		9,89,029	4.30%	9,89,029	--- NIL ---	100.00%	--- N.A. ---
	Postal Ballot (if applicable)		--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---
	Total		38,56,721	16.78%	38,56,721	--- NIL ---	--- N.A. ---	0%
<b>TOTAL</b>		<b>6,75,00,000</b>	<b>3,57,27,975</b>	<b>52.93%</b>	<b>3,57,27,975</b>	<b>--- NIL ---</b>	<b>100.00 %</b>	<b>0%</b>



**Resolutions / Agenda No. 5 : (Special Resolution) : - Re-Appointment of MR. J. S. Varma (DIN: 00239574) as an Independent Director**

Resolution required (Ordinary/Special) Whether promoter / promoter group are interested in the agenda/resolution :			SPECIAL RESOLUTION					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - 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	3,19,19,254	3,18,71,254	99.85%	3,18,71,254	--- NIL ---	100.00 %	--- NIL ---
	Poll		--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---
	Postal Ballot (if applicable)		--- NIL ---	--- N.A. ---	--- NIL ---	--- NIL ---	--- N.A. ---	--- N.A. ---
	Total		3,18,71,254	99.85%	3,18,71,254	--- NIL ---	100.00 %	--- NIL ---
Public Institutions	E-Voting	1,26,01,344	--- NIL ---	--- N.A. ---	--- NIL ---	--- NIL ---	--- N.A. ---	--- N.A. ---
	Poll		--- NIL ---	--- N.A. ---	--- NIL ---	--- NIL ---	--- N.A. ---	--- N.A. ---
	Postal Ballot (if applicable)		--- NIL ---	--- N.A. ---	--- NIL ---	--- NIL ---	--- N.A. ---	--- N.A. ---
	Total		--- NIL ---	--- N.A. ---	--- NIL ---	--- NIL ---	--- N.A. ---	--- N.A. ---
Public-Non Institutions	E-Voting	2,29,79,402	28,67,692	12.48%	28,67,692	--- NIL ---	100.00%	0%
	Poll		9,89,029	4.30%	9,89,029	--- NIL ---	100.00%	--- N.A. ---
	Postal Ballot (if applicable)		--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---
	Total		38,56,721	16.78%	38,56,721	--- NIL ---	--- N.A. ---	0%
<b>TOTAL</b>		6,75,00,000	3,57,27,975	52.93%	3,57,27,975	--- NIL ---	100.00 %	0%



**Resolutions / Agenda No. 6 : (Special Resolution) : - Re-Appointment of MR L. K. Tibrawalla (DIN:00423521) as an Independent Director.**

Resolution required (Ordinary/Special)		SPECIAL RESOLUTION						
Whether promoter / promoter group are interested in the agenda/resolution?		NO						
Category	Mode of Voting	No. of shares held	No of votes pulled (2)	% of Votes Pulled 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	3,19,19,254	3,18,71,254	99.85%	3,18,71,254	--- NIL ---	100.00 %	--- NIL ---
	Poll		--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---	
	Postal Ballot (if applicable)		--- NIL ---	--- N. A. ---	--- NIL ---	--- NIL ---	--- N. A. ---	
	Total		3,18,71,254	99.85%	3,18,71,254	--- NIL ---	100.00 %	--- NIL ---
Public Institutions	E-Voting	1,26,01,344	--- NIL ---	--- N. A. ---	--- NIL ---	--- NIL ---	--- N. A. ---	--- N. A. ---
	Poll		--- NIL ---	--- N. A. ---	--- NIL ---	--- NIL ---	--- N. A. ---	
	Postal Ballot (if applicable)		--- NIL ---	--- N. A. ---	--- NIL ---	--- NIL ---	--- N. A. ---	
	Total		--- NIL ---	--- N. A. ---	--- NIL ---	--- NIL ---	--- N. A. ---	--- N. A. ---
Public Non Institutions	E-Voting	2,29,79,402	28,67,692	12.48%	28,67,692	--- NIL ---	100.00%	0%
	Poll		9,89,029	4.30%	9,89,029	--- NIL ---	100.00%	--- N. A. ---
	Postal Ballot (if applicable)		--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---	
	Total		38,56,721	16.78%	38,56,721	--- NIL ---	--- N. A. ---	0%
<b>TOTAL</b>		<b>6,75,00,000</b>	<b>3,57,27,975</b>	<b>52.93%</b>	<b>3,57,27,975</b>	<b>--- NIL ---</b>	<b>100.00 %</b>	<b>0%</b>



**Resolutions / Agenda No. 7 : (Special Resolution) : Re-Appointment of MR. M. P. Jinnahwala (DIN: 00567076)**

Resolution required (Ordinary/Special)		SPECIAL RESOLUTION						
Whether promoter / promoter group are interested in the agenda/resolution?		NO						
Category	Mode of Voting	No. of shares held	No of votes polled	% of Votes Polled on outstanding shares (5)=[(2)/(1)]*100	No of Votes - favour	No of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)		(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		3,18,71,254	99.85%	3,18,71,254	--- NIL ---	100.00 %	--- NIL ---
	Poll	3,19,19,254	--- NIL ---	--- N/A ---	--- NIL ---	--- NIL ---	--- N/A ---	--- NIL ---
	Postal Ballot (If applicable)		--- NIL ---	--- N/A ---	--- NIL ---	--- NIL ---	--- N/A ---	--- N/A ---
	Total		3,18,71,254	99.85%	3,18,71,254	--- NIL ---	100.00 %	--- NIL ---
Public-Institutions	E-Voting		--- NIL ---	--- N/A ---	--- NIL ---	--- NIL ---	--- N/A ---	--- N/A ---
	Poll	1,26,01,344	--- NIL ---	--- N/A ---	--- NIL ---	--- NIL ---	--- N/A ---	--- N/A ---
	Postal Ballot (If applicable)		--- NIL ---	--- N/A ---	--- NIL ---	--- NIL ---	--- N/A ---	--- N/A ---
	Total		--- NIL ---	--- N/A ---	--- NIL ---	--- NIL ---	--- N/A ---	--- N/A ---
Public- Non Institutions	E-Voting		28,67,692	12.46%	28,67,692	--- NIL ---	100.00%	0%
	Poll		9,89,029	4.30%	9,89,029	--- NIL ---	100.00%	--- N/A ---
	Postal Ballot (If applicable)	2,29,79,401	--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---
	Total		38,56,721	16.78%	38,56,721	--- NIL ---	--- N/A ---	0%
<b>TOTAL</b>		6,75,100,100	3,57,27,975	52.93%	3,57,27,975	--- NIL ---	100.00 %	0%



**Resolutions / Agenda No. 8: (Special Resolution) - Re-Appointment of MR. K. T. REDDY (DIN: 03330182) as an Independent Director**

Resolution required (Ordinary/Special)		SPECIAL RESOLUTION						
Whether promoter / promoter group are interested in the agenda resolution?		NO						
Category	Mode of Voting	No. of shares held (1)	No of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(4)]*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		3,18,71,254	99.85%	3,18,71,254	--- NIL ---	100.00 %	--- NIL ---
	Poll	3,19,19,254	--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---
	Postal Ballot (if applicable)		--- NIL ---	--- N.A. ---	--- NIL ---	--- NIL ---	--- N.A. ---	--- N.A. ---
	Total		3,18,71,254	99.85%	3,18,71,254	--- NIL ---	100.00 %	--- NIL ---
Public-Institutions	E-Voting		--- NIL ---	--- N.A. ---	--- NIL ---	--- NIL ---	--- N.A. ---	--- N.A. ---
	Poll	1,26,01,344	--- NIL ---	--- N.A. ---	--- NIL ---	--- NIL ---	--- N.A. ---	--- N.A. ---
	Postal Ballot (if applicable)		--- NIL ---	--- N.A. ---	--- NIL ---	--- NIL ---	--- N.A. ---	--- N.A. ---
	Total		--- NIL ---	--- N.A. ---	--- NIL ---	--- NIL ---	--- N.A. ---	--- N.A. ---
Public- Non Institutions	E-Voting		28,67,692	12.48%	28,67,692	--- NIL ---	100.00%	0%
	Poll		9,89,029	4.50%	9,89,029	--- NIL ---	100.00%	--- N.A. ---
	Postal Ballot (if applicable)	2,29,79,402	--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---
	Total		38,56,721	16.78%	38,56,721	--- NIL ---	--- N.A. ---	0%
<b>TOTAL</b>		6,75,00,000	3,57,27,975	52.93%	3,57,27,975	--- NIL ---	100.00 %	0%



**Resolutions / Agenda No. 9 : (Special Resolution) : Re-Appointment of MR. C. W. Benjamin (DIN: 07093277) as an independent director**

Resolution required (Ordinary/Special) Whether promoter / promoter group are interested in the agenda/resolution?			SPECIAL RESOLUTION					
Category	Mode of Voting	No. of shares held (1)	No of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No of Votes - 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	3,19,19,254	3,18,71,254	99.85%	3,18,71,254	--- NIL ---	100.00 %	--- NIL ---
	Poll		--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---
	Postal Ballot (if applicable)		--- NIL ---	--- N. A. ---	--- NIL ---	--- NIL ---	--- N. A. ---	--- N. A. ---
	Total		3,18,71,254	99.85%	3,18,71,254	--- NIL ---	100.00 %	--- NIL ---
Public-Institutions	E-Voting	1,26,01,344	--- NIL ---	--- N. A. ---	--- NIL ---	--- NIL ---	--- N. A. ---	--- N. A. ---
	Poll		--- NIL ---	--- N. A. ---	--- NIL ---	--- NIL ---	--- N. A. ---	--- N. A. ---
	Postal Ballot (if applicable)		--- NIL ---	--- N. A. ---	--- NIL ---	--- NIL ---	--- N. A. ---	--- N. A. ---
	Total		--- NIL ---	--- N. A. ---	--- NIL ---	--- NIL ---	--- N. A. ---	--- N. A. ---
Public Non Institutions	E-Voting	2,29,79,402	28,67,692	12.48%	28,67,692	--- NIL ---	100.00%	0%
	Poll		9,89,029	4.30%	9,89,029	--- NIL ---	100.00%	--- N. A. ---
	Postal Ballot (if applicable)		--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---
	Total		38,56,721	16.78%	38,56,721	--- NIL ---	--- N. A. ---	0%
<b>TOTAL</b>		<b>6,75,00,000</b>	<b>3,57,27,975</b>	<b>52.93%</b>	<b>3,57,27,975</b>	<b>--- NIL ---</b>	<b>100.00 %</b>	<b>0%</b>

Note: All the above resolutions have been passed unanimously.

Thanking You,

Yours Faithfully,

*Khushboo Gulgulia*

[KHUSHBOO GULGULIA]  
Chartered Accountant-in-Practice  
Membership No. 306808



Place : Kolkata

Dated : 23rd September, 2019