

IRSL:STEXCH:2017-18:
12th January 2018

National Stock Exchange of India Limited
Exchange Plaza, 5th Floor,
Bandra - Kurla Complex,
Bandra (E)
Mumbai - 400 051.
Thru.: **NEAPS**
Stock Code NSE: **INDORAMA**

BSE Limited
Floor 25,
P. J. Towers,
Dalal Street,
Mumbai - 400 001.
Thru.: **BSE Listing Centre**
Stock Code BSE: **500207**

Indo Rama Synthetics (India) Limited

Sub.: Disclosure of Voting Results of Postal Ballot pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sirs,

This is in continuation to our earlier letter dated 8th December 2017 and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, enclosing the Postal Ballot Notice along with the explanatory statement seeking the consent of members by way of Special Resolution, through Postal Ballot / e-Voting with respect to the following item of business:

- Approval for issuance of Optionally Convertible Debentures on preferential basis to Promoter under Sections 42, 62, 71 and all other applicable provisions, if any, of the Companies Act, 2013, as Special Resolution.

In this connection, we would like to inform you that Special Resolution mentioned in the aforesaid Postal Ballot Notice have been passed by the members of the Company by requisite majority and the Voting Results in the format prescribed under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with Scrutinizer's Report on the voting process conducted for the Postal Ballot is attached herewith.

The above is for your kind information and record.

Thanking you.

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


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



Encl.: As above.

INDO RAMA SYNTHETICS (INDIA) LTD.

Corporate Office : 20th Floor, DLF Square, DLF Phase-2, NH-8, Gurgaon - 122002, Haryana, India. Tel : 0124-4997000, Fax : 0124-4997070
Registered Office & Manufacturing Complex : A-31, MIDC Industrial Area, Butibori, Nagpur - 441122, Maharashtra, India. Tel : 07104-663000 / 01, Fax : 07104-663200

E-mail : corp@indorama-ind.com • Website : www.indoramaindia.com

CIN : L17124MH1986PLC166615

Results of Postal Ballot

Details of Postal Ballot and e-voting Results as per regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the following resolution:

Date of declaration of result of Postal Ballot	12-Jan-18
Total number of shareholders on cut-off date (i.e. December 01, 2017)	21,256
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	N.A
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public:	N.A

Resolution No. 1 Special Resolution under Sections 42, 62, 71 and all other applicable provisions, if any, of the Companies Act, 2013 for the Issuance of Optionally Convertible Debentures on preferential basis to Promoter of the company.

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

Category	Mode of Voting	No. of shares held	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes Against	Yes	
							% of votes in favour on Votes Polled	% of votes against on Votes Polled
Promoters and Promoter Group	E-voting	(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
	Poll	11,21,87,551	7,42,03,551	66.1424	7,42,03,551	0	100.0000	0.0000
	Total		7,42,03,551	66.1424	7,42,03,551	0	100.0000	0.0000
Public-Non Institutions	E-voting		0	0.0000	0	0	0	0
	Poll	1,96,59,720	0	0.0000	0	0	0	0
	Total		0	0.0000	0	0	0	0
Public-Non Institutions	E-voting		1,29,248	0.6470	1,15,424	13,824	89.3043	10.6957
	Poll	1,99,74,971	4,934	0.0247	4,639	295	94.0211	5.9789
	Total		1,34,182	0.6718	1,20,063	14,119	89.4777	10.5223
Total		15,18,22,242	7,43,37,733	48.9637	7,43,23,614	14,119	99.9810	0.0190



SANJAY GROVER & ASSOCIATES
COMPANY SECRETARIES

B-88, 1ST Floor, Defence Colony, New Delhi – 110 024
Tel.: (011) 4679 0000, Fax: (011) 4679 0012
e-mail: contact@cssanjaygrover.in
Website: www.cssanjaygrover.in

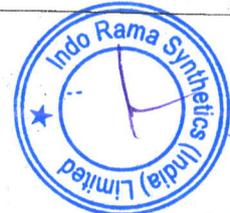
Scrutinizer Report

To,
The Chairman
INDO RAMA SYNTHETICS (INDIA) LIMITED
CIN: L17124MH1986PLC166615
31-A, MIDC INDUSTRIAL AREA, BUTIBORI, NAGPUR,
MAHARASHTRA –441122.

Dear Sir,

In terms of the provisions of Sections 108 and 110 of the Companies Act, 2013 (the "Act") read with the Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Secretarial Standard–2 on "General Meetings" issued by the Institute of the Company Secretaries of India and approved by the Central Government and other applicable laws and regulations (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), I have been appointed as Scrutinizer by the Board of Directors of **INDO RAMA SYNTHETICS (INDIA) LIMITED** ('the Company') in their meeting held on 25th November, 2017 to conduct the Postal Ballot/ e-Voting process in a fair and transparent manner in respect of the following resolutions:

S.No.	Type of Resolution	Particulars
1.	Special Resolution	Special Resolution under Sections 42, 62, 71 and all other applicable provisions, if any, of the Companies Act, 2013 for the issuance of Optionally Convertible Debentures on preferential basis to the Promoter of the Company.



I submit my report as under:

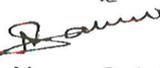
1. The Company completed dispatch of Postal Ballot Notice and forms on Thursday, December 07, 2017 to its Members, whose names appeared in the Register of Members as on Friday, December 01, 2017, in the following manner:
 - a) through e-mail to the members whose e-mail addresses were registered with the Company/ the Depositories; and
 - b) through physical mode, along with a self-addressed postage prepaid business reply envelope to the other members (whose e-mail addresses were not registered with the Company/ the Depositories).
2. The Company published an advertisement regarding dispatch of postal ballot forms, notices etc. in English language "The Indian Express" and in Marathi language "Loksatta" on Saturday, December 09, 2017 respectively.
3. The shareholders of the Company had an option to vote either through the postal ballot form or through the e-voting facility. Shareholders who opted for e-voting facility have cast their votes on the designated website of National Securities Depository Limited ("NSDL") e-voting platform viz. www.evoting.nsdl.com.
4. The postal ballot forms received by post/courier were kept under my safe custody in sealed and tamper proof ballot box before commencing the scrutiny of such postal ballot forms. The e-voting was maintained by NSDL in electronic registry.
5. I monitored the process of electronic voting through the scrutinizer's secured link provided by NSDL on its designated website i.e. www.evoting.nsdl.com.



SANJAY GROVER & ASSOCIATES

6. The e-votes were unblocked on Wednesday, January 10, 2018 after 05.00 P.M in the presence of two witnesses, Ms. Suruchi Jassi, R/o 80/301, Sector-1, Gole Market, D.I.Z Area, New Delhi-110001 and Ms. Neeru Saini, R/o 67, Masjid Moth, South Ex-II New Delhi-110049, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence :


Suruchi Jassi


Neeru Saini

7. The particulars of all postal ballot forms received from the members as well as e-voting report generated from electronic registry of NSDL have been entered in a separate Register maintained for that purpose.
8. All postal ballot forms received and e-votes cast up to 05:00 P.M on Wednesday, January 10, 2018 i.e. the last date and time fixed by the Company for votes cast through postal ballot forms or e-voting, were considered and none of the envelopes containing postal ballot forms received after 05:00 P.M on Wednesday, January 10, 2018 were considered for the purpose of this report.
9. The postal ballot forms and electronic ballots were matched with the Register of members/ beneficiary data of the Company as on Friday, December 01, 2017 i.e. the cut-off date for the purpose as provided by the Registrar and Share Transfer Agent ('RTA') of the Company. It is further submitted that there was no mismatch of the shareholding as mentioned in the postal ballot forms and RTA records.
10. There were 115 (One Hundred Fifteen) envelopes containing postal ballot form(s) which were returned undelivered and these envelopes were not opened and they were separately kept.
11. The shareholders exercised their voting either by e-voting or physical mode. There was/were no shareholder(s) who opted for both the facilities.



12. The total issued and paid up Equity Share Capital of the Company as on Friday, December 01, 2017 was Rs. 151,82,22,420/- (Rupees One Hundred Fifty One Crore Eighty Two Lakh Twenty Two Thousand Four Hundred Twenty Only) divided into 15,18,22,242 (Fifteen Crore Eighteen Lakh Twenty Two Thousand Two Hundred and Forty Two) Equity Shares of Rs. 10/- (Rupees Ten Only) each.

13. A summary of the postal ballots/ e-voting are as under:

Special Resolution under Sections 42, 62, 71 and all other applicable provisions, if any, of the Companies Act, 2013 for the issuance of Optionally Convertible Debentures on preferential basis to the Promoter of the Company.

Special Resolution				
Particulars	Number of Valid Votes			Percentage
	e-Votes	Postal-Ballot	Total	
Assent	7,43,18,975	4,639	7,43,23,614	99.9810
Dissent	13,824	295	14,119	0.0190
Total	7,43,32,799	4,934	7,43,37,733	100.0000

The detailed break up of voting through e-voting and voting through postal ballot forms in respect of the above Resolution is attached to this report and marked as 'Annexure A'.

Therefore, the above-mentioned Special Resolution has been passed with requisite majority.

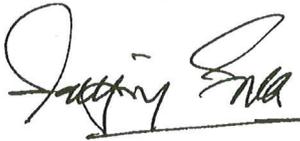
14. The resolution shall be deemed to have been passed on Wednesday, January 10, 2018 being the last date of receipt of Postal Ballot forms from the members of the Company.



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15. I will hand over the postal ballot forms and other related papers/registers and records to the Company after signing of minutes by the Chairman of the Company.
16. You may accordingly declare the result of the voting by Postal Ballot.

**FOR SANJAY GROVER & ASSOCIATES
(Company Secretaries)**



Sanjay Grover
Scrutinizer
C.P. No.:3850
New Delhi
January 12, 2018



A detailed summary of the Postal Ballot result is given herein below:

A1. VOTING THROUGH E-VOTING:				
Particulars	No. of share-Holders	No. of Equity Shares	Paid-up value of the Equity Shares (In Rs.)	% of Total Paid-up Equity Capital (Approx.)
(a) Net Votes Received	64	7,43,32,799	74,33,27,990	48.9604
(b) Less: Invalid Votes	0	0	0	0.0000
(a) Net Valid Votes	64	7,43,32,799	74,33,27,990	48.9604
(b) Votes with assent	51	7,43,18,975	74,31,89,750	48.9513
(c) Votes with dissent	13	13,824	1,38,240	0.0091

A2. VOTING THROUGH PHYSICAL POSTAL BALLOT FORM:				
Particulars	No. of share-Holders	No. of Equity Shares	Paid-up value of the Equity Shares (In Rs.)	% of Total Paid-up Equity Capital (Approx.)
(a) Total votes received	14	4,934	49,340	0.0032
(b) Less: Invalid Votes	0	0	0	0.0000
(c) Net Valid Votes	14	4,934	49,340	0.0032
(d) Votes with assent	11	4,639	46,390	0.0030
(e) Votes with dissent	3	295	29,50	0.0002

