



# Indian Toners & Developers Ltd.

(A Govt. recognized Export House)  
CIN No. : L74993UP1990PLC015721

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Corporate Office :  
1223, DLF Tower B, Jasola,  
New Delhi - 110 025 (India)

ITDL/STOCK/27-B

Regd./ Scan

01.09.2015

Bombay Stock Exchange Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
**Mumbai – 400 001.**

Dear Sir,

**Sub.: Submission of details pursuant to Clause 35A of the Listing Agreement reg. voting results.**

The Company held its 25<sup>th</sup> Annual General Meeting on 31<sup>st</sup> August, 2015 at 2.30 p.m. at its Regd. Office at 10.5 K.M. Rampur-Bareilly Road, Rampur – 244 901 (U.P.) to transact the business as set out in the notice dated 23<sup>rd</sup> May, 2015. The members of the company transacted the business by e-voting and poll at AGM.

Pursuant to Clause 35A of the Listing Agreement, we hereby submit the following details:-

Date of the AGM	:	31.8.2015		
Total number of shareholders on record date	:	13762		
No. of shareholders present in the meeting either in person or through proxy	:	36		
Shareholders		<b>In Person</b>	<b>Proxy</b>	<b>Total</b>
Promoters and Promoter Group	:	7	0	7
Public	:	29	0	29
Total		36	0	36
No. of Shareholders attended the meeting through Video Conferencing	:	Not provided		
Details of business transacted at 25 <sup>th</sup> AGM	:	As per Annexure attached		

A copy of Scrutinizer's Report to the Company both for e-voting and Poll is also submitted.

You may please take note of the above submission on records.

Thanking you,

Yours faithfully,  
for **Indian Toners & Developers Limited**

(S.C. Singhal)  
Company Secretary

Encl.: As above



## Indian Toners &amp; Developers Limited

Resolution No.	Resolution(s) Particulars	Promoter/Public	No. of shares held (1)	No. of votes polled/ e-voting (2)	% of Votes Polled/ e-voting 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/ e-voting (6)=[(4)/(2)]*100	% of Votes against on votes polled/ e-voting (7)=[(5)/(2)]*100
1.	Consider and adopt : (a) Audited Financial Statement, Reports of the Board of Directors and Auditors (b) Audited Consolidated Financial Statement	Promoter and Promoter Group Public - Institutional Holders Public-Others Total	4007330 0 4051570 8058900	4007330 0 19771 4027101	100.000 0.000 0.488 49.971	4007330 0 19771 4027101	0 0 0 0	100 0 100 100	0 0 0 0
2.	Re-appointment of Mr. Kewal Krishan Dhiman who retires by rotation.	Promoter and Promoter Group Public - Institutional Holders Public-Others Total	4007330 0 4051570 8058900	4007330 0 19771 4027101	100.000 0.000 0.488 49.971	4007330 0 19771 4027101	0 0 0 0	100 0 100 100	0 0 0 0
3.	Ratification of appointment of Statutory Auditors and fixing their remuneration	Promoter and Promoter Group Public - Institutional Holders Public-Others Total	4007330 0 4051570 8058900	4007330 0 19771 4027101	100.000 0.000 0.488 49.971	4007330 0 19771 4027101	0 0 0 0	100 0 100 100	0 0 0 0
4.	Regularization of appointment of Ms. Neena Jain and appointment as Independent Director	Promoter and Promoter Group Public - Institutional Holders Public-Others Total	4007330 0 4051570 8058900	4007330 0 19771 4027101	100.000 0.000 0.488 49.971	4007330 0 19771 4027101	0 0 0 0	100 0 100 100	0 0 0 0



5.	To enter into contract with related party pursuant to section 188 of the Companies Act, 2013	Promoter and Promoter Group	4007330	4007330	100.000	4007330	0	100	0
		Public – Institutional Holders	0	0	0.000	0	0	0	0
		Public-Others	4051570	19771	0.488	19771	0	100	0
		<b>Total</b>	<b>8058900</b>	<b>4027101</b>	<b>49.971</b>	<b>4027101</b>	<b>0</b>	<b>100</b>	<b>0</b>
6.	To keep the Statutory Registers at a place other than Registered Office pursuant to section 94 of the Companies Act, 2013	Promoter and Promoter Group	4007330	4007330	100.000	4007330	0	100	0
		Public – Institutional Holders	0	0	0.000	0	0	0	0
		Public-Others	4051570	19771	0.488	19771	0	100	0
		<b>Total</b>	<b>8058900</b>	<b>4027101</b>	<b>49.971</b>	<b>4027101</b>	<b>0</b>	<b>100</b>	<b>0</b>



E-Mail:csvhari@gmail.com

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**FORM No. MGT-13**

**Report of Scrutinizer(s)**

[Pursuant to section 109 of the Companies Act, 2013 and rule 21(2) of the Companies  
(Management and Administration) Rules, 2014]

To,

Sh. Sushil Jain  
Chairman  
25<sup>th</sup> Annual General Meeting of the Equity Shareholders of  
Indian Toners & Developers Limited  
held on 31<sup>st</sup> August, 2015 at 2.30 p.m.  
at its Regd. Office at 10.5 K.M. Rampur-Bareilly Road,  
Rampur – 244 901 (U.P.)

Dear Sir,

I, Varanasi Hari, Proprietor of V. Hari and Co; Company Secretaries, (M. N. FCS 3552, CP No. 8244) firm having its registered office at 29, Vaishali, Pitampura, Delhi-110088, appointed as Scrutinizer(s) for the purpose of the e-voting and poll taken on the below mentioned resolution(s), at the 25<sup>th</sup> Annual General Meeting of the Equity Shareholders of Indian Toners & Developers Limited held on 31<sup>st</sup> August, 2015 at 2.30 p.m. at its Regd. Office at 10.5 K.M. Rampur-Bareilly Road, Rampur – 244 901 (U.P.), submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, one ballot box kept for polling was locked in my presence with due identification marks placed by me.
2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll 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.
3. I did not find any poll papers invalid.
4. The result of the Poll is as under:

**1. Consider and adopt :**

- (a) Audited Financial Statement, Reports of the Board of Directors and Auditors
- (b) Audited Consolidated Financial Statement

**(i) Voted in favour of the Resolution**

Number of members present and voting(in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
25	2825	100



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**(ii) Voted against the Resolution**

Number of members present and voting(in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

**(iii) Invalid Votes**

Total number of members(in person or by proxy) whose votes were declared invalid	Total number of votes cast by Them
0	0

**2. Re-appointment of Mr. Kewal Krishan Dhiman who retires by rotation.**

**(i) Voted in favour of the Resolution**

Number of members present and voting(in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
25	2825	100

**(ii) Voted against the Resolution**

Number of members present and voting(in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

**(iii) Invalid Votes**

Total number of members(in person or by proxy) whose votes were declared invalid	Total number of votes cast by Them
0	0

**3. Ratification of appointment of Statutory Auditors and fixing their remuneration**

**(i) Voted in favour of the Resolution**

Number of members present and voting(in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
25	2825	100

**(ii) Voted against the Resolution**

Number of members present and voting(in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

**(iii) Invalid Votes**

Total number of members(in person or by proxy) whose votes were declared invalid	Total number of votes cast by Them
0	0



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**4. Regularization of appointment of Ms. Neena Jain and appointment as Independent Director**

**(i) Voted in favour of the Resolution**

Number of members present and voting(in person or by proxy)	Number of votescast by them	% of totalnumber of valid votes cast
25	2825	100

**(ii) Voted against the Resolution**

Number of members present and voting(in person or by proxy)	Number of votescast by them	% of totalnumber of valid votes cast
0	0	0

**(iii) Invalid Votes**

Total number of members(in person or by proxy) whose votes were declared invalid	Total number of votes cast byThem
0	0

**5. To enter into contract with related party pursuant to section 188 of the Companies Act, 2013**

**(i) Voted in favour of the Resolution**

Number of members present and voting(in person or by proxy)	Number of votescast by them	% of totalnumber of valid votes cast
25	2825	100

**(ii) Voted against the Resolution**

Number of members present and voting(in person or by proxy)	Number of votescast by them	% of totalnumber of valid votes cast
0	0	0

**(iii) Invalid Votes**

Total number of members(in person or by proxy) whose votes were declared invalid	Total number of votes cast byThem
0	0

**6. To keep the Statutory Registers at a place other than Registered Office pursuant to section 94 of the Companies Act, 2013.**

**(i) Voted in favour of the Resolution**

Number of members present and voting(in person or by proxy)	Number of votescast by them	% of totalnumber of valid votes cast
25	2825	100



E-Mail:csvhari@gmail.com

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**(ii) Voted against the Resolution**

Number of members present and voting(in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

**(iii) Invalid Votes**

Total number of members(in person or by proxy) whose votes were declared invalid	Total number of votes cast by Them
0	0

5. A list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.

Thanking you,

Yours faithfully,

For V. HARI & Co.  
COMPANY SECRETARIES

*V. Hari*  
V. HARI  
Proprietor  
C. P. No. 8244  
FCS- 3552



Place: New-Delhi.  
Dated: 1<sup>st</sup> September, 2015

E-Mail:csvhari@gmail.com

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**Scrutinizer's Report**

[Pursuant to section 108 of the Companies Act, 2013 and rule 20(3)(xi) of the Companies  
(Management and Administration) Rules, 2014]

To,

Sh. Sushil Jain  
Chairman  
25<sup>th</sup> Annual General Meeting of the Equity Shareholders of  
Indian Toners & Developers Limited  
held on 31<sup>st</sup> August, 2015 at 2.30 p.m.  
at its Regd. Office at 10.5 K.M. Rampur-Bareilly Road,  
Rampur - 244 901 (U.P.)

Dear Sir,

1. I, Varanasi Hari, appointed as Scrutinizer(s) for the purpose of e-voting process and ascertaining the requisite majority on e-voting carried out as per provisions of Section 108 of the Companies Act, 2013 read with rule 20(3)(xi) of the Companies (Management and Administration) Rules, 2014 on the resolutions contained in the notice to the 25<sup>th</sup> Annual General Meeting of the Equity Shareholders of the Company held on 31<sup>st</sup> August, 2015 at 2.30 p.m. at its Regd. Office at 10.5 K.M. Rampur-Bareilly Road, Rampur - 244 901 (U.P.).
2. The management of the company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and rules relating to voting through electronic means on the resolutions contained in the notice to the 25<sup>th</sup> Annual General Meeting of the Equity Shareholders of the Company. My responsibility as a Scrutinizer for the e-voting is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by National Securities Depository Limited, the authorized agency to provide e-voting facilities, engaged by the Company.
3. Further to the above, I submit my report as under:
  - i. The e-voting period remained open from 28<sup>th</sup> August, 2015 (9.00 IST) to 30<sup>th</sup> August, 2015 (5.00 IST)
  - ii. The members of the Company as on the cut off date i.e. 24.8.2015 were entitled to vote on the resolutions (item nos. 1 to 6 as set out in the notice of the 25<sup>th</sup> AGM of the Company)
  - iii. The votes cast were unlocked on 31<sup>st</sup> August, 2015 in the presence of two witnesses, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

1. SIGNATURE *Nitin Madaan*  
NAME *SHRI NITIN MADAN,*  
*H.No.: 145, WARD No. 4,*  
*BEHIND SUBHASH MARKET,*  
*TAURU, GURGAON (HARYANA).*

2. SIGNATURE *Priya*  
NAME *MS. PRIYA GOEL*  
*H.No.: 1100/2, PURAN ENCLAVE -*  
*COLONY,*  
*LINK ROAD OLD,*  
*FARIDABAD-121002.*  
*(HARYANA).*





E-Mail:csvhari@gmail.com

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iv. Thereafter, the details containing inter alia, list of equity shareholders, who voted "for" and "against" each of the resolutions that were put to vote, were generated from the e-voting website of National Securities Depository Limited i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com) and based on such reports generated, the results of e-voting is as under:-

**1. Consider and adopt :**

**(a) Audited Financial Statement, Reports of the Board of Directors and Auditors**

**(b) Audited Consolidated Financial Statement**

**(i) Voted in favour of the Resolution**

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
19	4024276	100

**(ii) Voted against the Resolution**

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
0	0	0

**(iii) Invalid Votes**

Total number of members whose votes were declared as invalid	Total number of votes cast by Them
0	0

**2. Re-appointment of Mr. Kewal Krishan Dhiman who retires by rotation.**

**(i) Voted in favour of the Resolution**

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
19	4024276	100

**(ii) Voted against the Resolution**

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
0	0	0

**(iii) Invalid Votes**

Total number of members whose votes were declared as invalid	Total number of votes cast by Them
0	0

  
CP 8244

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**3. Ratification of appointment of Statutory Auditors and fixing their remuneration**

**(i) Voted in favour of the Resolution**

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
19	4024276	100

**(ii) Voted against the Resolution**

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
0	0	0

**(iii) Invalid Votes**

Total number of members whose votes were declared as invalid	Total number of votes cast by Them
0	0

**4. Regularization of appointment of Ms. Neena Jain and appointment as Independent Director**

**(i) Voted in favour of the Resolution**

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
19	4024276	100

**(ii) Voted against the Resolution**

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
0	0	0

**(iii) Invalid Votes**

Total number of members whose votes were declared as invalid	Total number of votes cast by Them
0	0

**5. To enter into contract with related party pursuant to section 188 of the Companies Act, 2013**

**(i) Voted in favour of the Resolution**

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
19	4024276	100



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**(ii) Voted against the Resolution**

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
0	0	0

**(iii) Invalid Votes**

Total number of members whose votes were declared as invalid	Total number of votes cast by Them
0	0

**6. To keep the Statutory Registers at a place other than Registered Office pursuant to section 94 of the Companies Act, 2013.**

**(i) Voted in favour of the Resolution**

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
19	4024276	100

**(ii) Voted against the Resolution**

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
0	0	0

**(iii) Invalid Votes**

Total number of members whose votes were declared as invalid	Total number of votes cast by Them
0	0

Thanking you,

For V. HARI & Co.  
COMPANY SECRETARIES

*V. Hari*  
V. HARI  
Proprietor  
C. P. No. 8244  
FCS- 3552



Place: New-Delhi.  
Dated: 1<sup>st</sup> September, 2015